

29491009009101

Form **990-PF****Return of Private Foundation**

OMB No 1545-0047

1912

**2019**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

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

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

▶ Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information

For calendar year 2019 or tax year beginning , 2019, and ending , 20

Name of foundation  
**REISSA FOUNDATION**A Employer identification number  
47-7315939Number and street (or P O box number if mail is not delivered to street address) Room/suite  
B Telephone number (see instructions)

FOUNDATION SOURCE 501 SILVERSIDE RD (800) 839-1754

City or town, state or province, country, and ZIP or foreign postal code

WILMINGTON, DE 19809-1377

G Check all that apply

Initial return ☐ Final return ☐ Initial return of a former public charity ☐ Amended return ☐ Address change ☐ Name change ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation 04

☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 75,102,939.

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

C If exemption application is pending, check here. ☐ 6D 1 Foreign organizations, check here. ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here. ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. ☐

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

|                                                                                                 | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|-------------------------------------------------------------------------------------------------|------------------------------------|---------------------------|-------------------------|-------------------------------------------------------------|
| 1 Contributions, gifts, grants etc., received (attach schedule)                                 |                                    |                           |                         |                                                             |
| 2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B. |                                    |                           |                         |                                                             |
| 3 Interest on savings and temporary cash investments.                                           | 48,402.                            | 48,402.                   |                         |                                                             |
| 4 Dividends and interest from securities                                                        | 1,940,411.                         | 1,940,411.                |                         |                                                             |
| 5a Gross rents                                                                                  |                                    |                           |                         |                                                             |
| b Net rental income or (loss)                                                                   |                                    |                           |                         |                                                             |
| 6a Net gain or (loss) from sale of assets not on line 10                                        | 887,363.                           |                           |                         |                                                             |
| b Gross sales price for all assets on line 6a                                                   | 7,595,757.                         |                           |                         |                                                             |
| 7 Capital gain net income (from Part IV, line 2)                                                |                                    | 716,069.                  |                         |                                                             |
| 8 Net short-term capital gain                                                                   |                                    |                           |                         |                                                             |
| 9 Income modifications                                                                          |                                    |                           |                         |                                                             |
| 10a Gross sales less returns and allowances                                                     |                                    |                           |                         |                                                             |
| b Less Cost of goods sold                                                                       |                                    |                           |                         |                                                             |
| c Gross profit or (loss) (attach schedule)                                                      |                                    |                           |                         |                                                             |
| 11 Other income (attach schedule) ATCH. 1                                                       | 101,004.                           | 209,597.                  |                         |                                                             |
| 12 Total. Add lines 1 through 11                                                                | 2,977,180.                         | 2,914,479.                |                         |                                                             |
| 13 Compensation of officers, directors, trustees, etc.                                          | 0.                                 |                           |                         |                                                             |
| 14 Other employee salaries and wages                                                            | 195,914.                           |                           |                         | 195,914.                                                    |
| 15 Pension plans, employee benefits                                                             | 32,379.                            |                           |                         | 32,379.                                                     |
| 16a Legal fees (attach schedule) ATCH. 2                                                        | 3,537.                             |                           |                         | 3,537.                                                      |
| b Accounting fees (attach schedule) ATCH. 3                                                     | 23,000.                            |                           |                         | 23,000.                                                     |
| c Other professional fees (attach schedule) [4]                                                 | 174,824.                           | 164,724.                  |                         | 10,100.                                                     |
| 17 Interest                                                                                     | 375.                               | 375.                      |                         |                                                             |
| 18 Taxes (attach schedule) (see instructions) [5]                                               | 71,000.                            |                           |                         |                                                             |
| 19 Depreciation (attach schedule) and depletion                                                 |                                    |                           |                         |                                                             |
| 20 Occupancy                                                                                    | 41,578.                            |                           |                         | 41,578.                                                     |
| 21 Travel, conferences, and meetings                                                            | 33,262.                            | 414.                      |                         | 32,506.                                                     |
| 22 Printing and publications                                                                    | 628.                               |                           |                         | 628.                                                        |
| 23 Other expenses (attach schedule) ATCH. 6                                                     | 333,565.                           | 105,714.                  |                         | 152,514.                                                    |
| 24 Total operating and administrative expenses                                                  | 910,062.                           | 271,227.                  |                         | 492,156.                                                    |
| Add lines 13 through 23.                                                                        | 2,503,730.                         |                           |                         | 2,473,730.                                                  |
| 25 Contributions, gifts, grants paid                                                            | 3,413,792.                         | 271,227.                  | 0.                      | 2,965,886.                                                  |
| 26 Total expenses and disbursements. Add lines 24 and 25                                        |                                    |                           |                         |                                                             |
| 27 Subtract line 26 from line 12                                                                | -436,612.                          |                           |                         |                                                             |
| a Excess of revenue over expenses and disbursements                                             |                                    |                           |                         |                                                             |
| b Net investment income (if negative, enter -0-)                                                |                                    | 2,643,252.                |                         |                                                             |
| c Adjusted net income (if negative, enter -0-)                                                  |                                    |                           |                         |                                                             |

9-39

03  
04

Detached 990-7

SCANNED FEB 09 2021

Operating and Administrative Expenses

| <b>Part II Balance Sheets</b>      |                                                                                                                                   | 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 |
| <b>Assets</b>                      | 1 Cash - non-interest-bearing . . . . .                                                                                           |                                                                                                                    |  |                   |                |                       |
|                                    | 2 Savings and temporary cash investments . . . . .                                                                                |                                                                                                                    |  | 1,596,123.        | 1,986,513.     | 1,986,513.            |
|                                    | 3 Accounts receivable ▶ 271,248.                                                                                                  |                                                                                                                    |  |                   |                |                       |
|                                    | Less allowance for doubtful accounts ▶                                                                                            |                                                                                                                    |  | 129,771.          | 271,248.       | 271,248.              |
|                                    | 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) ATCH 7 . . . .                                                                  |                                                                                                                    |  | 59,576,210.       | 58,816,489.    | 62,403,871.           |
|                                    | c Investments - corporate bonds (attach schedule) . . . . .                                                                       |                                                                                                                    |  |                   |                |                       |
| <b>Liabilities</b>                 | 11 Investments - land, buildings, and equipment basis<br>Less accumulated depreciation (attach schedule) ▶                        |                                                                                                                    |  |                   |                |                       |
|                                    | 12 Investments - mortgage loans . . . . .                                                                                         |                                                                                                                    |  |                   |                |                       |
|                                    | 13 Investments - other (attach schedule) . . . . . ATCH 8 . . . .                                                                 |                                                                                                                    |  | 6,030,512.        | 5,822,874.     | 10,425,372.           |
|                                    | 14 Land, buildings, and equipment basis<br>Less accumulated depreciation (attach schedule) ▶                                      |                                                                                                                    |  |                   |                |                       |
|                                    | 15 Other assets (describe ▶ ATCH 9 )                                                                                              |                                                                                                                    |  | 17,055.           | 15,935.        | 15,935.               |
|                                    | 16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .                         |                                                                                                                    |  | 67,349,671.       | 66,913,059.    | 75,102,939.           |
|                                    | 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.             |                       |
| <b>Net Assets or Fund Balances</b> | Foundations that follow FASB ASC 958, check here <input type="checkbox"/> 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 <input checked="" type="checkbox"/> 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 . .                                                           |                                                                                                                    |  | 67,349,671.       | 66,913,059.    |                       |
|                                    | 29 Total net assets or fund balances (see instructions) . . . . .                                                                 |                                                                                                                    |  | 67,349,671.       | 66,913,059.    |                       |
|                                    | 30 Total liabilities and net assets/fund balances (see instructions) . . . . .                                                    |                                                                                                                    |  | 67,349,671.       | 66,913,059.    |                       |

**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 | 67,349,671. |
| 2 Enter amount from Part I, line 27a . . . . .                                                                                                                         | 2 | -436,612.   |
| 3 Other increases not included in line 2 (itemize) ▶                                                                                                                   | 3 |             |
| 4 Add lines 1, 2, and 3 . . . . .                                                                                                                                      | 4 | 66,913,059. |
| 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 | 66,913,059. |

**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<br>P - Purchase<br>D - Donation                                                | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------|-------------------------------------------------|-------------------------------------------------------------------------------------------------|--------------------------------------|----------------------------------|
| <b>1 a</b> SEE PART IV SCHEDULE                                                                                                                                                                                 |                                            |                                                 |                                                                                                 |                                      |                                  |
| <b>b</b>                                                                                                                                                                                                        |                                            |                                                 |                                                                                                 |                                      |                                  |
| <b>c</b>                                                                                                                                                                                                        |                                            |                                                 |                                                                                                 |                                      |                                  |
| <b>d</b>                                                                                                                                                                                                        |                                            |                                                 |                                                                                                 |                                      |                                  |
| <b>e</b>                                                                                                                                                                                                        |                                            |                                                 |                                                                                                 |                                      |                                  |
| (e) Gross sales price                                                                                                                                                                                           | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>((e) plus (f) minus (g))                                                  |                                      |                                  |
| <b>a</b>                                                                                                                                                                                                        |                                            |                                                 |                                                                                                 |                                      |                                  |
| <b>b</b>                                                                                                                                                                                                        |                                            |                                                 |                                                                                                 |                                      |                                  |
| <b>c</b>                                                                                                                                                                                                        |                                            |                                                 |                                                                                                 |                                      |                                  |
| <b>d</b>                                                                                                                                                                                                        |                                            |                                                 |                                                                                                 |                                      |                                  |
| <b>e</b>                                                                                                                                                                                                        |                                            |                                                 |                                                                                                 |                                      |                                  |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69                                                                                                                     |                                            |                                                 |                                                                                                 |                                      |                                  |
| (i) FMV as of 12/31/69                                                                                                                                                                                          | (j) Adjusted basis<br>as of 12/31/69       | (k) Excess of col. (i)<br>over col. (j), if any | (l) Gains (Col. (h) gain minus<br>col. (k), but not less than -0-) or<br>Losses (from col. (h)) |                                      |                                  |
| <b>a</b>                                                                                                                                                                                                        |                                            |                                                 |                                                                                                 |                                      |                                  |
| <b>b</b>                                                                                                                                                                                                        |                                            |                                                 |                                                                                                 |                                      |                                  |
| <b>c</b>                                                                                                                                                                                                        |                                            |                                                 |                                                                                                 |                                      |                                  |
| <b>d</b>                                                                                                                                                                                                        |                                            |                                                 |                                                                                                 |                                      |                                  |
| <b>e</b>                                                                                                                                                                                                        |                                            |                                                 |                                                                                                 |                                      |                                  |
| <b>2</b> Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 }                                                                      |                                            |                                                 | <b>2</b>                                                                                        | 716,069.                             |                                  |
| <b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)<br>If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in<br>Part I, line 8 . . . . . |                                            |                                                 | <b>3</b>                                                                                        | 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)<br>Base period years<br>Calendar year (or tax year beginning in)                                                                                                                                                                   | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col. (b) divided by col. (c)) |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------|----------------------------------------------|-------------------------------------------------------------|
| 2018                                                                                                                                                                                                                                   | 3,294,774.                               | 71,701,449.                                  | 0.045951                                                    |
| 2017                                                                                                                                                                                                                                   | 2,501,233.                               | 64,713,497.                                  | 0.038651                                                    |
| 2016                                                                                                                                                                                                                                   |                                          | 3,090,595.                                   |                                                             |
| 2015                                                                                                                                                                                                                                   |                                          |                                              |                                                             |
| 2014                                                                                                                                                                                                                                   |                                          |                                              |                                                             |
| <b>2</b> Total of line 1, column (d) . . . . .                                                                                                                                                                                         |                                          |                                              | <b>2</b> 0.084602                                           |
| <b>3</b> Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by<br>the number of years the foundation has been in existence if less than 5 years . . . . .                                   |                                          |                                              | <b>3</b> 0.021151                                           |
| <b>4</b> Enter the net value of noncharitable-use assets for 2019 from Part X, line 5 . . . . .                                                                                                                                        |                                          |                                              | <b>4</b> 72,252,402.                                        |
| <b>5</b> Multiply line 4 by line 3. . . . .                                                                                                                                                                                            |                                          |                                              | <b>5</b> 1,528,211.                                         |
| <b>6</b> Enter 1% of net investment income (1% of Part I, line 27b). . . . .                                                                                                                                                           |                                          |                                              | <b>6</b> 26,433.                                            |
| <b>7</b> Add lines 5 and 6. . . . .                                                                                                                                                                                                    |                                          |                                              | <b>7</b> 1,554,644.                                         |
| <b>8</b> Enter qualifying distributions from Part XII, line 4. . . . .<br>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<br>Part VI instructions |                                          |                                              | <b>8</b> 2,965,886.                                         |

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

|                                                                                                                                                                        |    |         |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|---------|
| 1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . .                                   |    |         |
| Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)                                                                   |    |         |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . . |    | 26,433. |
| 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-)                                                           |    |         |
| 3 Add lines 1 and 2 . . . . .                                                                                                                                          |    | 26,433. |
| 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)                                                         |    | 0.      |
| 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .                                                                    |    | 26,433. |
| 6 Credits/Payments                                                                                                                                                     |    |         |
| a 2019 estimated tax payments and 2018 overpayment credited to 2019 . . . . .                                                                                          | 6a | 41,300. |
| b Exempt foreign organizations - tax withheld at source . . . . .                                                                                                      | 6b |         |
| c Tax paid with application for extension of time to file (Form 8868) . . . . .                                                                                        | 6c | 20,624. |
| d Backup withholding erroneously withheld . . . . .                                                                                                                    | 6d |         |
| 7 Total credits and payments. Add lines 6a through 6d . . . . .                                                                                                        |    | 61,924. |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached . . . . .                               |    |         |
| 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .                                                                              |    |         |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .                                                                 |    | 35,491. |
| 11 Enter the amount of line 10 to be Credited to 2020 estimated tax <input type="checkbox"/> 26,500. Refunded <input type="checkbox"/> . . . . .                       |    | 8,991.  |

**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<br>(1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____                                                                                                                   |     |    |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____                                                                                                                                                                      |     |    |
| 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<br>• By language in the governing instrument, or<br>• 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 <input type="checkbox"/> CA, <input type="checkbox"/> _____                                                                                                                                                                              |     |    |
| 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 . . . . . <input type="checkbox"/> 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? . . . . .                                  | Yes | No |
| See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►                                                                                                      |     | X  |

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

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

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | Yes | No |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
| 1a During the year, did the foundation (either directly or indirectly)                                                                                                                                                                                                                                                                                                                                                                                                                                     |     |    |
| (1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                       |     |    |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                               |     |    |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                   |     |    |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                         |     |    |
| (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                |     |    |
| (6) Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                |     |    |
| b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. . . . . <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance, check here . . . . . <input type="checkbox"/>                                                                                                                              | 1b  | X  |
| c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                          |     |    |
| If "Yes," list the years ► . . . . .                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |     |    |
| b Are there any years listed in 2a for which the foundation is <b>not</b> 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? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)**

|           |                                                                                                                                                                                                                        |                              |                                        |    |
|-----------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|----------------------------------------|----|
| <b>5a</b> | 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))?                                                                                                                                  | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |    |
| (2)       | Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?                                                                        | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |    |
| (3)       | Provide a grant to an individual for travel, study, or other similar purposes?                                                                                                                                         | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |    |
| (4)       | Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions                                                                                    | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |    |
| (5)       | Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?                                                      | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |    |
| <b>b</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. |                              | <b>5b</b>                              |    |
|           | Organizations relying on a current notice regarding disaster assistance, check here                                                                                                                                    | <input type="checkbox"/>     |                                        |    |
| <b>c</b>  | If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?                                                             | <input type="checkbox"/> Yes | <input type="checkbox"/> No            |    |
|           | If "Yes," attach the statement required by Regulations section 53.4945-5(d)                                                                                                                                            |                              |                                        |    |
| <b>6a</b> | Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?                                                                                        | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |    |
| <b>b</b>  | Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?                                                                                                             |                              | <b>6b</b>                              | X  |
|           | If "Yes" to 6b, file Form 8870                                                                                                                                                                                         |                              |                                        |    |
| <b>7a</b> | At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?                                                                                                                   | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |    |
| <b>b</b>  | If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?                                                                                                              |                              | <b>7b</b>                              |    |
| <b>8</b>  | Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?                                                               | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |    |

**Part VIII. Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, and foundation managers and their compensation. See instructions.**

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| ATCH 10              |                                                           | 0.                                        | 0.                                                                    | 0.                                    |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |

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

| (a) Name and address of each employee paid more than \$50,000 | (b) Title, and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---------------------------------------------------------------|-----------------------------------------------------------|------------------|-----------------------------------------------------------------------|---------------------------------------|
| ATCH 11                                                       |                                                           | 195,000.         | 20,000.                                                               | 0.                                    |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |
|                                                               |                                                           |                  |                                                                       |                                       |

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

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

| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
|-------------------------------------------------------------|---------------------|------------------|
| ATCH 12                                                     |                     | 276,222.         |
|                                                             |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |

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.)

|          |                                                                                                             |           |             |
|----------|-------------------------------------------------------------------------------------------------------------|-----------|-------------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes  |           |             |
| <b>a</b> | Average monthly fair market value of securities                                                             | <b>1a</b> | 59,957,748. |
| <b>b</b> | Average of monthly cash balances                                                                            | <b>1b</b> | 2,656,334.  |
| <b>c</b> | Fair market value of all other assets (see instructions)                                                    | <b>1c</b> | 10,738,610. |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c)                                                                       | <b>1d</b> | 73,352,692. |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)   | <b>1e</b> |             |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets                                                        | <b>2</b>  |             |
| <b>3</b> | Subtract line 2 from line 1d.                                                                               | <b>3</b>  | 73,352,692. |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).  | <b>4</b>  | 1,100,290.  |
| <b>5</b> | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 | <b>5</b>  | 72,252,402. |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% of line 5                                                        | <b>6</b>  | 3,612,620.  |

**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.)

|           |                                                                                                            |           |            |
|-----------|------------------------------------------------------------------------------------------------------------|-----------|------------|
| <b>1</b>  | Minimum investment return from Part X, line 6                                                              | <b>1</b>  | 3,612,620. |
| <b>2a</b> | Tax on investment income for 2019 from Part VI, line 5                                                     | <b>2a</b> | 26,433.    |
| <b>b</b>  | Income tax for 2019 (This does not include the tax from Part VI)                                           | <b>2b</b> |            |
| <b>c</b>  | Add lines 2a and 2b.                                                                                       | <b>2c</b> | 26,433.    |
| <b>3</b>  | Distributable amount before adjustments. Subtract line 2c from line 1.                                     | <b>3</b>  | 3,586,187. |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions.                                                 | <b>4</b>  |            |
| <b>5</b>  | Add lines 3 and 4                                                                                          | <b>5</b>  | 3,586,187. |
| <b>6</b>  | Deduction from distributable amount (see instructions)                                                     | <b>6</b>  |            |
| <b>7</b>  | <b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1. | <b>7</b>  | 3,586,187. |

**Part XII Qualifying Distributions** (see instructions)

|          |                                                                                                                                                      |           |            |
|----------|------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|------------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes                                                            |           |            |
| <b>a</b> | Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26.                                                                       | <b>1a</b> | 2,965,886. |
| <b>b</b> | Program-related investments - total from Part IX-B.                                                                                                  | <b>1b</b> |            |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.                                           | <b>2</b>  |            |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the                                                                                  |           |            |
| <b>a</b> | Suitability test (prior IRS approval required)                                                                                                       | <b>3a</b> |            |
| <b>b</b> | Cash distribution test (attach the required schedule)                                                                                                | <b>3b</b> |            |
| <b>4</b> | <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4                                    | <b>4</b>  | 2,965,886. |
| <b>5</b> | 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. | <b>5</b>  | 26,433.    |
| <b>6</b> | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4                                                                                | <b>6</b>  | 2,939,453. |

**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)<br>Corpus | (b)<br>Years prior to 2018 | (c)<br>2018 | (d)<br>2019 |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| <b>1</b> Distributable amount for 2019 from Part XI, line 7 . . . . .                                                                                                                       |               |                            |             | 3,586,187.  |
| <b>2</b> Undistributed income, if any, as of the end of 2019                                                                                                                                |               |                            |             |             |
| <b>a</b> Enter amount for 2018 only. . . . .                                                                                                                                                |               |                            | 1,033,927.  |             |
| <b>b</b> Total for prior years 20 <u>17</u> , 20 <u>16</u> , 20 <u>15</u> . . . . .                                                                                                         |               |                            |             |             |
| <b>3</b> Excess distributions carryover, if any, to 2019                                                                                                                                    |               |                            |             |             |
| <b>a</b> From 2014 . . . . .                                                                                                                                                                |               |                            |             |             |
| <b>b</b> From 2015 . . . . .                                                                                                                                                                |               |                            |             |             |
| <b>c</b> From 2016 . . . . .                                                                                                                                                                |               |                            |             |             |
| <b>d</b> From 2017 . . . . .                                                                                                                                                                |               |                            |             |             |
| <b>e</b> From 2018 . . . . .                                                                                                                                                                |               |                            |             |             |
| <b>f</b> Total of lines 3a through e . . . . .                                                                                                                                              |               |                            |             |             |
| <b>4</b> Qualifying distributions for 2019 from Part XII, line 4 ► \$ <u>2,965,886.</u>                                                                                                     |               |                            |             |             |
| <b>a</b> Applied to 2018, but not more than line 2a . . . . .                                                                                                                               |               |                            | 1,033,927.  |             |
| <b>b</b> Applied to undistributed income of prior years (Election required - see instructions). . . . .                                                                                     |               |                            |             |             |
| <b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .                                                                                            |               |                            |             |             |
| <b>d</b> Applied to 2019 distributable amount. . . . .                                                                                                                                      |               |                            |             | 1,931,959.  |
| <b>e</b> Remaining amount distributed out of corpus. . . . .                                                                                                                                |               |                            |             |             |
| <b>5</b> Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a)) . . . . .                                         |               |                            |             |             |
| <b>6</b> Enter the net total of each column as indicated below:                                                                                                                             |               |                            |             |             |
| <b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .                                                                                                                          |               |                            |             |             |
| <b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .                                                                                                           |               |                            |             |             |
| <b>c</b> 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 . . . . . |               |                            |             |             |
| <b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions. . . . .                                                                                                           |               |                            |             |             |
| <b>e</b> Undistributed income for 2018 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .                                                                            |               |                            |             |             |
| <b>f</b> Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020. . . . .                                                                 |               |                            |             | 1,654,228.  |
| <b>7</b> 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) . . . . .       |               |                            |             |             |
| <b>8</b> Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions) . . . . .                                                                              |               |                            |             |             |
| <b>9</b> Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a . . . . .                                                                                              | 0.            |                            |             |             |
| <b>10</b> Analysis of line 9                                                                                                                                                                |               |                            |             |             |
| <b>a</b> Excess from 2015 . . . . .                                                                                                                                                         |               |                            |             |             |
| <b>b</b> Excess from 2016 . . . . .                                                                                                                                                         |               |                            |             |             |
| <b>c</b> Excess from 2017 . . . . .                                                                                                                                                         |               |                            |             |             |
| <b>d</b> Excess from 2018 . . . . .                                                                                                                                                         |               |                            |             |             |
| <b>e</b> 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 | <input checked="checked" type="checkbox"/> 4942(j)(3) or | <input type="checkbox"/> 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 . . . . .

[illegible]

**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) )

NONE

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

N/A

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

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

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

c Any submission deadlines

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

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

| Recipient                                    | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount     |
|----------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|------------|
| Name and address (home or business)          |                                                                                                           |                                |                                  |            |
| <b>a Paid during the year</b><br><br>ATCH 13 |                                                                                                           |                                |                                  |            |
| <b>Total</b> . . . . . ▶ <b>3a</b>           |                                                                                                           |                                |                                  | 2,503,730. |
| <b>b Approved for future payment</b>         |                                                                                                           |                                |                                  |            |
| <b>Total</b> . . . . . ▶ <b>3b</b>           |                                                                                                           |                                |                                  |            |

## Part XVI: A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

| Enter gross amounts unless otherwise indicated                    |  | Unrelated business income |               | Excluded by section 512, 513, or 514 |               | (e)<br>Related or exempt<br>function income<br>(See instructions) |
|-------------------------------------------------------------------|--|---------------------------|---------------|--------------------------------------|---------------|-------------------------------------------------------------------|
|                                                                   |  | (a)<br>Business code      | (b)<br>Amount | (c)<br>Exclusion code                | (d)<br>Amount |                                                                   |
| <b>1</b> Program service revenue                                  |  |                           |               |                                      |               |                                                                   |
| a _____                                                           |  |                           |               |                                      |               |                                                                   |
| b _____                                                           |  |                           |               |                                      |               |                                                                   |
| c _____                                                           |  |                           |               |                                      |               |                                                                   |
| d _____                                                           |  |                           |               |                                      |               |                                                                   |
| e _____                                                           |  |                           |               |                                      |               |                                                                   |
| f _____                                                           |  |                           |               |                                      |               |                                                                   |
| g Fees and contracts from government agencies                     |  |                           |               |                                      |               |                                                                   |
| <b>2</b> Membership dues and assessments . . . . .                |  |                           |               |                                      |               |                                                                   |
| <b>3</b> Interest on savings and temporary cash investments .     |  |                           |               | 14                                   | 48,402.       |                                                                   |
| <b>4</b> Dividends and interest from securities . . . . .         |  |                           |               | 14                                   | 1,940,411.    |                                                                   |
| <b>5</b> Net rental income or (loss) from real estate             |  |                           |               |                                      |               |                                                                   |
| a Debt-financed property . . . . .                                |  |                           |               |                                      |               |                                                                   |
| b Not debt-financed property . . . . .                            |  |                           |               |                                      |               |                                                                   |
| <b>6</b> Net rental income or (loss) from personal property       |  |                           |               |                                      |               |                                                                   |
| <b>7</b> Other investment income . . . . .                        |  |                           |               |                                      |               |                                                                   |
| <b>8</b> Gain or (loss) from sales of assets other than inventory |  | 525990                    | 171,294.      | 18                                   | 716,069.      |                                                                   |
| <b>9</b> Net income or (loss) from special events . . .           |  |                           |               |                                      |               |                                                                   |
| <b>10</b> Gross profit or (loss) from sales of inventory . .      |  |                           |               |                                      |               |                                                                   |
| <b>11</b> Other revenue a _____                                   |  |                           |               |                                      |               |                                                                   |
| b ATCH 14 _____                                                   |  |                           | -168,911.     |                                      | 269,915.      |                                                                   |
| c _____                                                           |  |                           |               |                                      |               |                                                                   |
| d _____                                                           |  |                           |               |                                      |               |                                                                   |
| e _____                                                           |  |                           |               |                                      |               |                                                                   |
| <b>12</b> Subtotal Add columns (b), (d), and (e) . . . . .        |  |                           | 2,383.        |                                      | 2,974,797.    |                                                                   |
| <b>13</b> Total Add line 12, columns (b), (d), and (e) . . . . .  |  |                           |               |                                      |               | 2,977,180.                                                        |

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

[illegible]

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

- | 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?                                                                                                                                                            |              | Yes | No |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|-----|----|
| <b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:                                                                                                                                                                                                                                                                                                          |              |     |    |
| (1) Cash . . . . .                                                                                                                                                                                                                                                                                                                                                                                   | <b>1a(1)</b> |     | X  |
| (2) Other assets . . . . .                                                                                                                                                                                                                                                                                                                                                                           | <b>1a(2)</b> |     | X  |
| <b>b</b> Other transactions                                                                                                                                                                                                                                                                                                                                                                          |              |     |    |
| (1) Sales of assets to a noncharitable exempt organization . . . . .                                                                                                                                                                                                                                                                                                                                 | <b>1b(1)</b> |     | X  |
| (2) Purchases of assets from a noncharitable exempt organization . . . . .                                                                                                                                                                                                                                                                                                                           | <b>1b(2)</b> |     | X  |
| (3) Rental of facilities, equipment, or other assets . . . . .                                                                                                                                                                                                                                                                                                                                       | <b>1b(3)</b> |     | X  |
| (4) Reimbursement arrangements . . . . .                                                                                                                                                                                                                                                                                                                                                             | <b>1b(4)</b> |     | X  |
| (5) Loans or loan guarantees . . . . .                                                                                                                                                                                                                                                                                                                                                               | <b>1b(5)</b> |     | X  |
| (6) Performance of services or membership or fundraising solicitations . . . . .                                                                                                                                                                                                                                                                                                                     | <b>1b(6)</b> |     | X  |
| <b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .                                                                                                                                                                                                                                                                                                  | <b>1c</b>    |     | X  |
| <b>d</b> 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**  11-5-2020  **SECRETARY + TREASURER**

Signature of officer or trustee Date Title

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

**Paid  
Preparer  
Use Only**

|                                                                   |                                           |                    |                                                 |                   |
|-------------------------------------------------------------------|-------------------------------------------|--------------------|-------------------------------------------------|-------------------|
| Print/Type preparer's name<br>JEFFREY D HASKELL                   | Preparer's signature<br>JEFFREY D HASKELL | Date<br>11/03/2020 | Check <input type="checkbox"/> if self-employed | PTIN<br>P01345770 |
| Firm's name ▶ FOUNDATION SOURCE                                   |                                           |                    | Firm's EIN ▶ 510398347                          |                   |
| Firm's address ▶ ONE HOLLOW LN, STE 212<br>LAKE SUCCESS, NY 11042 |                                           |                    | Phone no 800-839-1754                           |                   |

Taxable Year Ending December 31, 2019

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

| <b>Name</b>                                   | <b>Date<br/>Acquired</b> | <b>Acquisition<br/>Method</b> | <b>Date Sold</b> | <b>Gross Sales<br/>Price</b> | <b>Book Basis</b>   | <b>Net<br/>Gain/(Loss)</b> |
|-----------------------------------------------|--------------------------|-------------------------------|------------------|------------------------------|---------------------|----------------------------|
| Publicly-traded Securities                    |                          |                               |                  |                              |                     |                            |
| Passthrough K-1 Capital Gain/(Loss) - non UBI |                          |                               |                  | \$ 7,324,509                 | \$ 6,814,179        | \$ 510,330                 |
| CHB Capital Partners III, LP                  |                          |                               |                  |                              |                     | \$ 51,344                  |
| Distributions in Excess of Basis              | 12/31/2016               | Purchased                     | 12/12/2019       | \$ 271,248                   | \$ 138,350          | \$ 132,898                 |
|                                               |                          |                               |                  |                              |                     | \$ 21,497                  |
| Total included in Part IV                     |                          |                               |                  | <u>\$ 7,595,757</u>          | <u>\$ 6,814,179</u> | <u>\$ 716,068</u>          |
| Passthrough K-1 Capital Gain/(Loss) - UBI     |                          |                               |                  |                              |                     | \$ 171,294                 |
| Part I, Line 6a Total                         |                          |                               |                  |                              |                     | <u><u>\$ 887,363</u></u>   |

ATTACHMENT 1FORM 990PF, PART I - OTHER INCOME

| DESCRIPTION                              | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS | NET<br>INVESTMENT<br>INCOME |
|------------------------------------------|-----------------------------------------|-----------------------------|
| K-1 INC/LOSS CAPRIDGE PARTNRS VALUE FUND | -126,462.                               | -68,238.                    |
| K-1 INC/LOSS CHB CAPITAL PARTNERS III, L | 195,044.                                | 195,044.                    |
| K-1 INC/LOSS LIVEOAK VENTURE PARTNERS I, | 252.                                    | 252.                        |
| K-1 INC/LOSS MARWIT CAPITAL PARTNERS II  | 5,784.                                  | 5,784.                      |
| K-1 INC/LOSS NORTHSTAR MEZZANINE PARTNER | 135.                                    | 135.                        |
| K-1 INC/LOSS QUINTANA ENERGY FUND TE, LP | 161.                                    | 161.                        |
| K-1 INC/LOSS RIVERVEST VENTURE FUND III  | 2,022.                                  | 2,022.                      |
| K-1 INC/LOSS STARWOOD ENERGY INFR FD II  | -128,164.                               | 27,860.                     |
| K-1 INC/LOSS STARWOOD ENERGY INFR FD     | 35,330.                                 | 4,560.                      |
| K-1 INC/LOSS VIA ENERGY III, LP          | 27,118.                                 | 12,550.                     |
| CLASS ACTION LAWSUIT PROCEEDS            | 27,160.                                 | 27,160.                     |
| FEDERAL TAX REFUND                       | 60,317.                                 |                             |
| INTEREST ON HOLDBACK FROM STANDARD GEN   | 2,307.                                  | 2,307.                      |
| TOTALS                                   | <u>101,004.</u>                         | <u>209,597.</u>             |

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

| <u>DESCRIPTION</u>       | <u>REVENUE<br/>AND<br/>EXPENSES<br/>PER BOOKS</u> | <u>NET<br/>INVESTMENT<br/>INCOME</u> | <u>ADJUSTED<br/>NET<br/>INCOME</u> | <u>CHARITABLE<br/>PURPOSES</u> |
|--------------------------|---------------------------------------------------|--------------------------------------|------------------------------------|--------------------------------|
| DOCUMENT REVIEW/DRAFTING | 1,853.                                            |                                      |                                    | 1,853.                         |
| GENERAL CONSULTATIONS    | 1,684.                                            |                                      |                                    | 1,684.                         |
| TOTALS                   | <u>3,537.</u>                                     |                                      |                                    | <u>3,537.</u>                  |



ATTACHMENT 3FORM 990PF, PART I - ACCOUNTING FEES

| <u>DESCRIPTION</u> | <u>REVENUE<br/>AND<br/>EXPENSES<br/>PER BOOKS</u> | <u>NET<br/>INVESTMENT<br/>INCOME</u> | <u>ADJUSTED<br/>NET<br/>INCOME</u> | <u>CHARITABLE<br/>PURPOSES</u> |
|--------------------|---------------------------------------------------|--------------------------------------|------------------------------------|--------------------------------|
| AUDIT SUPPORT      | 23,000.                                           |                                      |                                    | 23,000.                        |
| TOTALS             | <u>23,000.</u>                                    |                                      |                                    | <u>23,000.</u>                 |

ATTACHMENT 4FORM 990PF, PART I - OTHER PROFESSIONAL FEES

| <u>DESCRIPTION</u>             | <u>REVENUE<br/>AND<br/>EXPENSES<br/>PER BOOKS</u> | <u>NET<br/>INVESTMENT<br/>INCOME</u> | <u>CHARITABLE<br/>PURPOSES</u> |
|--------------------------------|---------------------------------------------------|--------------------------------------|--------------------------------|
| INVESTMENT MANAGEMENT SERVICES | 164,724.                                          | 164,724.                             |                                |
| PHILANTHROPIC CONSULTING SRVCS | 8,900.                                            |                                      | 8,900.                         |
| WEBSITE DEVELOPMENT            | 1,200.                                            |                                      | 1,200.                         |
| TOTALS                         | <u>174,824.</u>                                   | <u>164,724.</u>                      | <u>10,100.</u>                 |

ATTACHMENT 5FORM 990PF, PART I - TAXES

| <u>DESCRIPTION</u>            | <u>REVENUE<br/>AND<br/>EXPENSES<br/>PER BOOKS</u> |
|-------------------------------|---------------------------------------------------|
| 990-PF ESTIMATED TAX FOR 2019 | 32,500.                                           |
| 990-T ESTIMATED TAX FOR 2019  | 38,500.                                           |
| TOTALS                        | <u>71,000.</u>                                    |

ATTACHMENT 6FORM 990PF, PART I - OTHER EXPENSES

| DESCRIPTION                    | REVENUE<br>AND<br>EXPENSES<br>PER BOOKS | NET<br>INVESTMENT<br>INCOME | CHARITABLE<br>PURPOSES |
|--------------------------------|-----------------------------------------|-----------------------------|------------------------|
| ADMINISTRATIVE FEES            | 111,470.                                |                             | 111,470.               |
| BANK CHARGES                   | 28.                                     | 28.                         |                        |
| COMPUTERS/ELECTRONIC DEVICES   | 2,749.                                  |                             | 2,749.                 |
| FOUNDATION DUES & MEMBERSHIPS  | 19,200.                                 |                             | 19,200.                |
| INDEMNIFICATION INSURANCE      | 5,484.                                  |                             | 5,484.                 |
| INSURANCE PREMIUMS             | 6,653.                                  |                             | 6,653.                 |
| K-1 EXP CAPRIDGE PARTNRS VALUE | 46.                                     |                             |                        |
| K-1 EXP CHB CAPITAL PARTNERS I | 3,681.                                  | 3,681.                      |                        |
| K-1 EXP LIVEOAK VENTURE PARTNE | 34,048.                                 | 34,048.                     |                        |
| K-1 EXP MADISON INT'L RE LIQUI | 2,171.                                  | 2,171.                      |                        |
| K-1 EXP MARWIT CAPITAL PARTNER | 1,940.                                  | 1,940.                      |                        |
| K-1 EXP NORTHSTAR MEZZANINE PA | 508.                                    | 498.                        |                        |
| K-1 EXP QUINTANA ENERGY FUND T | 6,376.                                  | 6,376.                      |                        |
| K-1 EXP RIVERVEST VENTURE FUND | 25,892.                                 | 25,879.                     |                        |
| K-1 EXP STARWOOD ENERGY INF II | 33,381.                                 | 574.                        |                        |
| K-1 EXP STARWOOD ENERGY INFRAS | 763.                                    | 763.                        |                        |
| K-1 EXP VIA ENERGY III, LP     | 71,097.                                 | 29,756.                     |                        |
| OFFICE SUPPLIES                | 501.                                    |                             | 501.                   |
| POSTAGE/DELIVERY SERVICE       | 168.                                    |                             | 168.                   |
| STATE OR LOCAL FILING FEES     | 180.                                    |                             | 180.                   |
| TRAINING & PROFESSIONAL DVLPMT | 1,200.                                  |                             | 1,200.                 |
| WEBSITE HOSTING/SUPPORT        | 4,909.                                  |                             | 4,909.                 |
| AMORTIZATION EXPENSE           | 1,120.                                  |                             |                        |
| TOTALS                         | 333,565.                                | 105,714.                    | 152,514.               |

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 7

| <u>DESCRIPTION</u>             | <u>ENDING<br/>BOOK VALUE</u> | <u>ENDING<br/>FMV</u> |
|--------------------------------|------------------------------|-----------------------|
| AQR INTERNATIONAL MOMENTUM STY | 1,327,519.                   | 1,571,732.            |
| AQR LARGE CAP MOMENTUM STYLE F | 2,600,565.                   | 2,841,052.            |
| BLACKROCK HIGH YIELD BOND PORT | 5,515,165.                   | 5,542,486.            |
| DFA EMERGING MARKETS CORE EQ P | 3,861,069.                   | 3,937,865.            |
| DFA INTERNATIONAL REAL ESTATE  | 1,757,122.                   | 1,724,512.            |
| DFA INTERNATIONAL SMALL CO POR | 2,026,452.                   | 2,159,109.            |
| DFA INTERNATIONAL VALUE PORTFO | 2,341,091.                   | 2,403,946.            |
| DFA REAL ESTATE SECURITIES POR | 1,055,647.                   | 1,308,265.            |
| DFA U S CORE EQUITY 1 PORTFOLI | 4,705,042.                   | 5,919,820.            |
| DFA U.S. LARGE CAP VALUE PORTF | 3,339,751.                   | 3,597,607.            |
| DFA U.S. SMALL CAP PORTFOLIO   | 2,209,977.                   | 2,259,422.            |
| DOUBLELINE CORE FIXED INCOME I | 10,394,622.                  | 10,628,364.           |
| FLEXSHARES GLOBAL UPSTREAM NAT | 4,502,962.                   | 4,709,490.            |
| FLEXSHARES IBOX 3-YEAR TARGET  | 2,679,340.                   | 2,681,554.            |
| FLEXSHS MORNINGSTAR DVLP MKT E | 2,376,877.                   | 2,673,233.            |
| ISHARES S&P GLOBAL I           | 1,226,968.                   | 1,398,110.            |
| ISHARES SHORT TERM CORPORATE B | 6,896,320.                   | 7,047,304.            |
| TOTALS                         | <u>58,816,489.</u>           | <u>62,403,871.</u>    |

FORM 990PF, PART II - OTHER INVESTMENTSATTACHMENT 8

| <u>DESCRIPTION</u>             | <u>ENDING<br/>BOOK VALUE</u> | <u>ENDING<br/>FMV</u> |
|--------------------------------|------------------------------|-----------------------|
| AACP DEBT INVESTORS, LP        |                              | 60,069.               |
| CAPRIDGE PARTNRS VALUE FUND II | 1,070,638.                   | 1,347,307.            |
| CORNWALL OFFSHORE LTD          | 140,329.                     | 158,540.              |
| CORNWALL SIDECAR 2 OFFSHORE LP | 296,084.                     | 370,646.              |
| ETON PARK OVERSEAS FUND, LTD   | 21,637.                      | 500.                  |
| LIVEOAK VENTURE PARTNERS I, LP | 834,480.                     | 1,533,372.            |
| MADISON INT'L RE LIQUIDITY FUN | 389,469.                     | 332,572.              |
| MARWIT CAPITAL PARTNERS II LP  | 9,083.                       | 10,321.               |
| NORTHSTAR MEZZANINE PARTNERS I | 6,785.                       | 11,777.               |
| QUINTANA ENERGY FUND TE, LP    | 545,255.                     | 117,004.              |
| REALTY ASSOCIATES FUND VIII CO | 236,590.                     | 1,540.                |
| RIVERVEST VENTURE FUND III LP  | 830,532.                     | 4,077,732.            |
| SERENGETI OPPORTUNITIES LTD    |                              | 378,173.              |
| STARWOOD ENERGY INFRASTRCTR II | 719,168.                     | 1,001,549.            |
| STARWOOD ENERGY INFRASTRUCTURE | 46,971.                      | 4,292.                |
| VIA ENERGY III, LP             | 333,087.                     | 574,588.              |
| WHIPPOORWILL OFFSHORE DISTRESS | 342,766.                     | 445,390.              |
| TOTALS                         | <u>5,822,874.</u>            | <u>10,425,372.</u>    |

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 9

| <u>DESCRIPTION</u>   | <u>ENDING<br/>BOOK VALUE</u> | <u>ENDING<br/>FMV</u> |
|----------------------|------------------------------|-----------------------|
| ORGANIZATIONAL COSTS | 12,885.                      | 12,885.               |
| SEC DEPOSIT          | 3,050.                       | 3,050.                |
| TOTALS               | <u>15,935.</u>               | <u>15,935.</u>        |

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

| Kind of Property                             |                                       | Description                              |                          |                                |                                    | P<br>or<br>D | Date<br>acquired       | Date sold  |
|----------------------------------------------|---------------------------------------|------------------------------------------|--------------------------|--------------------------------|------------------------------------|--------------|------------------------|------------|
| Gross sale<br>price less<br>expenses of sale | Depreciation<br>allowed/<br>allowable | Cost or<br>other<br>basis                | FMV<br>as of<br>12/31/69 | Adj basis<br>as of<br>12/31/69 | Excess of<br>FMV over<br>adj basis |              | Gain<br>or<br>(loss)   |            |
| 7,324,509.                                   |                                       | PUBLICLY-TRADED SECURITIES<br>6,814,179. |                          |                                |                                    |              | 510,330.               |            |
|                                              |                                       | PASSTHROUGH K1 CAPITAL GAIN/(LOSS)       |                          |                                |                                    |              | 51,344.                |            |
| 271,248.                                     |                                       | CHB CAPITAL PARTNERS III, LP<br>138,350. |                          |                                |                                    | P            | 12/31/2016<br>132,898. | 12/12/2019 |
|                                              |                                       | DISTRIBUTIONS IN EXCESS OF BASIS         |                          |                                |                                    |              | 21,497.                |            |
| TOTAL GAIN (LOSS) .....                      |                                       | .....                                    |                          |                                |                                    |              | <u>716,069.</u>        |            |



FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 10

| <u>NAME AND ADDRESS</u>                                                             | <u>TITLE AND AVERAGE HOURS PER<br/>WEEK DEVOTED TO POSITION</u> | <u>COMPENSATION</u> | <u>CONTRIBUTIONS<br/>TO EMPLOYEE<br/>BENEFIT PLANS</u> | <u>EXPENSE ACCT<br/>AND OTHER<br/>ALLOWANCES</u> |
|-------------------------------------------------------------------------------------|-----------------------------------------------------------------|---------------------|--------------------------------------------------------|--------------------------------------------------|
| BETHANY HERWEGH<br>FOUNDATION SOURCE 501 SILVERSIDE RD<br>WILMINGTON, DE 19809-1377 | DIR 2.00                                                        | 0.                  | 0.                                                     | 0.                                               |
| CAITLIN SCOTT<br>FOUNDATION SOURCE 501 SILVERSIDE RD<br>WILMINGTON, DE 19809-1377   | DIR 2.00                                                        | 0.                  | 0.                                                     | 0.                                               |
| LAILA SCOTT<br>FOUNDATION SOURCE 501 SILVERSIDE RD<br>WILMINGTON, DE 19809-1377     | DIR 2.00                                                        | 0.                  | 0.                                                     | 0.                                               |
| M JORDAN SCOTT<br>FOUNDATION SOURCE 501 SILVERSIDE RD<br>WILMINGTON, DE 19809-1377  | PRES 5.00                                                       | 0.                  | 0.                                                     | 0.                                               |
| NADYA SCOTT<br>FOUNDATION SOURCE 501 SILVERSIDE RD<br>WILMINGTON, DE 19809-1377     | DIR 2.00                                                        | 0.                  | 0.                                                     | 0.                                               |
| SUZANNE SCOTT<br>FOUNDATION SOURCE 501 SILVERSIDE RD<br>WILMINGTON, DE 19809-1377   | DIR, CHAIRMAN<br>2.00                                           | 0.                  | 0.                                                     | 0.                                               |

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 10 (CONT'D)

| <u>NAME AND ADDRESS</u>                                                         | <u>TITLE AND AVERAGE HOURS PER<br/>WEEK DEVOTED TO POSITION</u> | <u>COMPENSATION</u> | <u>CONTRIBUTIONS<br/>TO EMPLOYEE<br/>BENEFIT PLANS</u> | <u>EXPENSE ACCT<br/>AND OTHER<br/>ALLOWANCES</u> |
|---------------------------------------------------------------------------------|-----------------------------------------------------------------|---------------------|--------------------------------------------------------|--------------------------------------------------|
| GLEN YAMANE<br>FOUNDATION SOURCE 501 SILVERSIDE RD<br>WILMINGTON, DE 19809-1377 | TREAS, SEC, DIR<br>1.00                                         | 0.                  | 0.                                                     | 0.                                               |
| GRAND TOTALS                                                                    |                                                                 | <u>0.</u>           | <u>0.</u>                                              | <u>0.</u>                                        |

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEESATTACHMENT 11

| <u>NAME AND ADDRESS</u>                                                 | <u>TITLE AND AVERAGE<br/>HOURS PER WEEK<br/>DEVOTED TO POSITION</u> | <u>COMPENSATION</u> | <u>CONTRIBUTIONS<br/>TO EMPLOYEE<br/>BENEFIT PLANS</u> |
|-------------------------------------------------------------------------|---------------------------------------------------------------------|---------------------|--------------------------------------------------------|
| SCOTT P KOCH<br>100 WILSHIRE BLVD, SUITE 700<br>SANATA MONICA, CA 90401 | EXECUTIVE DIRECTOR<br>40.00                                         | 195,000.            | 20,000.                                                |
| TOTAL COMPENSATION                                                      |                                                                     | <u>195,000.</u>     | <u>20,000.</u>                                         |

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 12

| <u>NAME AND ADDRESS</u>                                               | <u>TYPE OF SERVICE</u> | <u>COMPENSATION</u> |
|-----------------------------------------------------------------------|------------------------|---------------------|
| NORTHERN TRUST<br>201 S LAKE AVE, SUITE 600<br>PASADENA, CA 91101     | INVESTMENT MGMT        | 164,752.            |
| FOUNDATION SOURCE<br>55 WALLS DRIVE, 3RD FLOOR<br>FAIRFIELD, CT 06824 | ADMINISTRATIVE         | 111,470.            |
| TOTAL COMPENSATION                                                    |                        | <u>276,222.</u>     |

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

ATTACHMENT 13

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR  
AND  
FOUNDATION STATUS OF RECIPIENT

| RECIPIENT NAME AND ADDRESS                                                           | PURPOSE OF GRANT OR CONTRIBUTION                                            | AMOUNT |
|--------------------------------------------------------------------------------------|-----------------------------------------------------------------------------|--------|
| A SENSE OF HOME<br>4712 ADMIRALTY WAY #1203<br>MARINA DEL RAY, CA 90292              | HOME CREATION SPONSORSHIP FUND                                              | 5,000  |
| A SENSE OF HOME<br>4712 ADMIRALTY WAY #1203<br>MARINA DEL RAY, CA 90292              | LOS ANGELES COUNTY WAREHOUSE LEASE FUND                                     | 50,000 |
| ALLIANCE FOR CHILDRENS RIGHTS<br>3333 WILSHIRE BLVD STE 550<br>LOS ANGELES, CA 90010 | EDUCATION EQUALITY FOR FOSTER AND CROSSOVER YOUTH<br>PROJECT                | 50,000 |
| BLACK WOMEN FOR WELLNESS<br>4340 11TH AVE<br>LOS ANGELES, CA 90008                   | AFRICAN AMERICAN INFANT AND MOTHERS MORTALITY<br>COALITION BACKBONE PROGRAM | 75,000 |
| CALIFORNIA YOUTH CONNECTION<br>1311 63RD ST<br>EMERYVILLE, CA 94608                  | SOUTHERN CALIFORNIA REGION SUMMER LEADERSHIP AND<br>POLICY CONFERENCE FUND  | 50,000 |
| CCF COMMUNITY INITIATIVES FUND<br>221 S FIGUEROA ST STE 400<br>LOS ANGELES, CA 90012 | LA PARTNERSHIP FOR EARLY CHILDHOOD INVESTMENT<br>FUND                       | 10,000 |

ATTACHMENT 13

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

ATTACHMENT 13 (CONT'D)

| RECIPIENT NAME AND ADDRESS                                             | RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR<br>AND |                     | PURPOSE OF GRANT OR CONTRIBUTION                        | AMOUNT |
|------------------------------------------------------------------------|------------------------------------------------|---------------------|---------------------------------------------------------|--------|
|                                                                        | FOUNDATION                                     | STATUS OF RECIPIENT |                                                         |        |
| CENTER FOR CHILD PROTECTION<br>8509 FM 969, BLDG 2<br>AUSTIN, TX 78724 | N/A                                            | PC                  | NMT PROGRAM SUPPORT                                     | 50,000 |
| CENTRAL TEXAS TABLE OF GRACE<br>PO BOX 52<br>ROUND ROCK, TX 78680      | N/A                                            | PC                  | GENERAL & UNRESTRICTED                                  | 10,000 |
| CHANGE 1 MIND CHANGE 1 LIFE<br>PO BOX 151086<br>AUSTIN, TX 78715       | N/A                                            | PC                  | GENERAL & UNRESTRICTED                                  | 10,000 |
| CHANGE 1 MIND CHANGE 1 LIFE<br>PO BOX 151086<br>AUSTIN, TX 78715       | N/A                                            | PC                  | STRATEGIC LEADERSHIP PROGRAM                            | 215    |
| CHILDREN NOW<br>1404 FRANKLIN ST STE 700<br>OAKLAND, CA 94612          | N/A                                            | PC                  | GENERAL & UNRESTRICTED                                  | 5,000  |
| CHILDREN NOW<br>1404 FRANKLIN ST STE 700<br>OAKLAND, CA 94612          | N/A                                            | PC                  | FAMILY URGENT RESPONSE SYSTEM IMPLEMENTATION<br>PROGRAM | 25,000 |

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

| RECIPIENT NAME AND ADDRESS                                                                       |  |  | RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR<br>AND<br>FOUNDATION STATUS OF RECIPIENT |  | PURPOSE OF GRANT OR CONTRIBUTION                           | AMOUNT  |
|--------------------------------------------------------------------------------------------------|--|--|----------------------------------------------------------------------------------|--|------------------------------------------------------------|---------|
| CHILDRENS BUREAU OF SOUTHERN CALIFORNIA<br>1910 MAGNOLIA AVE<br>LOS ANGELES, CA 90007            |  |  | N/A<br>PC                                                                        |  | GENERAL & UNRESTRICTED                                     | 40,000  |
| CHILDRENS INSTITUTE INC<br>2121 W TEMPLE ST<br>LOS ANGELES, CA 90026                             |  |  | N/A<br>PC                                                                        |  | FAMILY PRESERVATION PROGRAM                                | 50,000  |
| CHILDRENS LAW CENTER OF CALIFORNIA<br>101 CENTRE PLZ DR<br>MONTEREY PARK, CA 91754               |  |  | N/A<br>PC                                                                        |  | CARE UNIT FUND                                             | 75,000  |
| COMMUNITY INITIATIVES<br>1000 BROADWAY STE 480<br>OAKLAND, CA 94607                              |  |  | N/A<br>PC                                                                        |  | CALIFORNIA CHILD WELFARE CO-INVESTMENT<br>PARTNERSHIP FUND | 30,000  |
| ECOTRUST<br>721 NW 9TH AVE, STE 200<br>PORTLAND, OR 97209                                        |  |  | N/A<br>PC                                                                        |  | CALIFORNIA FOREST OBSERVATORY FUND                         | 10,000  |
| EVERYTOWN FOR GUN SAFETY SUPPORT FUND INC<br>450 LEXINGTON AVE PO BOX 3886<br>NEW YORK, NY 10163 |  |  | N/A<br>PC                                                                        |  | CENTER FOR FIREARMS LAW AND GENERAL SUPPORT                | 305,000 |

ATTACHMENT 13 (CONT'D)

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 13 (CONT'D)

| RECIPIENT NAME AND ADDRESS                                                     | RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR<br>AND |                     | PURPOSE OF GRANT OR CONTRIBUTION                          | AMOUNT  |
|--------------------------------------------------------------------------------|------------------------------------------------|---------------------|-----------------------------------------------------------|---------|
|                                                                                | FOUNDATION                                     | STATUS OF RECIPIENT |                                                           |         |
| FIRST PLACE FOR YOUTH<br>426 17TH ST STE 100<br>OAKLAND, CA 94612              | N/A                                            | PC                  | FIRST PLACE FOR YOUTH - LOS ANGELES PROGRAM               | 75,000  |
| FOSTER ANGELS OF CENTRAL TEXAS FOUNDATION<br>PO BOX 152575<br>AUSTIN, TX 78715 | N/A                                            | PC                  | GENERAL & UNRESTRICTED                                    | 15,000  |
| FOSTERING HOPE AUSTIN<br>PO BOX 171298<br>AUSTIN, TX 78717                     | N/A                                            | PC                  | GENERAL SUPPORT                                           | 30,000  |
| FOSTERING MEDIA CONNECTIONS<br>412 W 6TH ST STE 1111<br>LOS ANGELES, CA 90014  | N/A                                            | PC                  | GENERAL & UNRESTRICTED                                    | 50,000  |
| FOTC -- LOS ANGELES<br>672 S LAFAYETTE PARK PL NO 33<br>LOS ANGELES, CA 90057  | N/A                                            | PC                  | LOS ANGELES AND ANTELOPE VALLEY CAPACITY BUILDING<br>FUND | 125,000 |
| FRESH CHEFS SOCIETY<br>900 E 51ST ST APT 108<br>AUSTIN, TX 78751               | N/A                                            | PC                  | GENERAL SUPPORT                                           | 5,000   |



FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 13 (CONT'D)RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR  
AND

| RECIPIENT NAME AND ADDRESS                                                               | FOUNDATION STATUS OF RECIPIENT | PURPOSE OF GRANT OR CONTRIBUTION      | AMOUNT  |
|------------------------------------------------------------------------------------------|--------------------------------|---------------------------------------|---------|
| HELPING HAND HOME FOR CHILDREN<br>3804 AVE B<br>AUSTIN, TX 78751                         | N/A<br>PC                      | SUPPORT FOSTER & ADOPTION PROGRAM     | 25,000  |
| I LIVE HERE I GIVE HERE<br>1310 S 1ST ST STE 210<br>AUSTIN, TX 78704                     | N/A<br>PC                      | AMPLIFY AUSTIN PROGRAM                | 20,000  |
| INNOCENCE PROJECT INC<br>40 WORTH ST RM 701<br>NEW YORK, NY 10013                        | N/A<br>PC                      | POLICY DEPARTMENT                     | 195,000 |
| JOHN BURTON ADVOCATES FOR YOUTH<br>235 MONTGOMERY ST STE 1142<br>SAN FRANCISCO, CA 94104 | N/A<br>PC                      | CHARITABLE EVENT                      | 10,000  |
| JOVENES INC<br>1208 PLEASANT AVE<br>LOS ANGELES, CA 90033                                | N/A<br>PC                      | COMMUNITY COLLEGE YOUTH HOUSING FUND  | 40,000  |
| JOVENES INC<br>1208 PLEASANT AVE<br>LOS ANGELES, CA 90033                                | N/A<br>PC                      | CROSSOVER YOUTH HOUSING PILOT PROGRAM | 50,000  |

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 13 (CONT'D)RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR  
AND

| RECIPIENT NAME AND ADDRESS                                              | FOUNDATION STATUS OF RECIPIENT | PURPOSE OF GRANT OR CONTRIBUTION                                                  | AMOUNT |
|-------------------------------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------|--------|
| MISSION CAPITAL<br>8303 N MOPAC EXPY<br>AUSTIN, TX 78759                | N/A<br>PC                      | CBC REGION 7                                                                      | 28,000 |
| MISSION CAPITAL<br>8303 N MOPAC EXPY<br>AUSTIN, TX 78759                | N/A<br>PC                      | TCCC TRAUMA TRAINING FOR BIO FAMILIES PROGRAM                                     | 25,000 |
| PARTNERSHIPS FOR CHILDREN<br>PO BOX 204444<br>AUSTIN, TX 78720          | N/A<br>PC                      | GENERAL & UNRESTRICTED                                                            | 15,000 |
| PEACE 4 KIDS<br>1339 E 120TH ST<br>LOS ANGELES, CA 90059                | N/A<br>PC                      | CHANGING THE NARRATIVE PROGRAM                                                    | 15,000 |
| PEACE 4 KIDS<br>1339 E 120TH ST<br>LOS ANGELES, CA 90059                | N/A<br>PC                      | CHANGING THE NARRATIVE - YOUTH-INITIATIVE<br>RESEARCH AND COMMUNITY TRAINING FUND | 17,500 |
| POP-UP BIRTHDAY FOUNDATION<br>2805 HUBBARD CIR<br>ROLLINGWOOD, TX 78746 | N/A<br>PC                      | GENERAL & UNRESTRICTED                                                            | 30,000 |

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

| RECIPIENT NAME AND ADDRESS                                                        | RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR<br>AND<br>FOUNDATION STATUS OF RECIPIENT |  | PURPOSE OF GRANT OR CONTRIBUTION                            | AMOUNT |
|-----------------------------------------------------------------------------------|----------------------------------------------------------------------------------|--|-------------------------------------------------------------|--------|
|                                                                                   |                                                                                  |  |                                                             |        |
| RIGHTWAY FOUNDATION<br>3650 W MARTIN LUTHER KING JR BLVD<br>LOS ANGELES, CA 90008 | N/A<br>PC                                                                        |  | OPERATION SECOND CHANCE                                     | 25,000 |
| SETTLEMENT CLUB<br>1600 PAYTON GIN RD<br>AUSTIN, TX 78758                         | N/A<br>PC                                                                        |  | FOSTER & ADOPTION PROGRAM                                   | 25,000 |
| SOCIAL GOOD FUND<br>PO BOX 5473<br>RICHMOND, CA 94805                             | N/A<br>PC                                                                        |  | MAKING HOUSING AND COMMUNITY HAPPEN PROGRAM                 | 20,000 |
| SOUTHERN CALIFORNIA GRANTMAKERS<br>1000 N ALAMEDA ST 230<br>LOS ANGELES, CA 90012 | N/A<br>PC                                                                        |  | CHARITABLE EVENT                                            | 2,500  |
| SOUTHERN CALIFORNIA GRANTMAKERS<br>1000 N ALAMEDA ST 230<br>LOS ANGELES, CA 90012 | N/A<br>PC                                                                        |  | CENTER FOR STRATEGIC PARTNERS - ONE ROOF HOUSING<br>PROGRAM | 25,000 |
| SOUTHERN CALIFORNIA GRANTMAKERS<br>1000 N ALAMEDA ST 230<br>LOS ANGELES, CA 90012 | N/A<br>PC                                                                        |  | CENTER FOR STRATEGIC PARTNERSHIP - CORE CENTER<br>FUNDER    | 25,000 |

ATTACHMENT 13 (CONT'D)

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

| RECIPIENT NAME AND ADDRESS                                                        | RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR<br>AND<br>FOUNDATION STATUS OF RECIPIENT |  | PURPOSE OF GRANT OR CONTRIBUTION                                            | AMOUNT |
|-----------------------------------------------------------------------------------|----------------------------------------------------------------------------------|--|-----------------------------------------------------------------------------|--------|
|                                                                                   |                                                                                  |  |                                                                             |        |
| SOUTHERN CALIFORNIA GRANTMAKERS<br>1000 N ALAMEDA ST 230<br>LOS ANGELES, CA 90012 | N/A<br>PC                                                                        |  | SCG STRATEGIC FRAMEWORK PROJECT                                             | 37,500 |
| SOUTHERN CALIFORNIA GRANTMAKERS<br>1000 N ALAMEDA ST 230<br>LOS ANGELES, CA 90012 | N/A<br>PC                                                                        |  | CENTER FOR STRATEGIC PARTNERS - ANTELOPE VALLEY<br>RESOURCE INFUSION        | 50,000 |
| STARRY INC<br>1301 N MAYS ST<br>ROUND ROCK, TX 78664                              | N/A<br>PC                                                                        |  | STARRY FOSTER CARE FAMILY ENGAGEMENT PROGRAM                                | 30,000 |
| SURFRIDER FOUNDATION<br>PO BOX 73550<br>SAN CLEMENTE, CA 92673                    | N/A<br>PC                                                                        |  | OCEAN FRIENDLY RESTAURANTS AND COASTAL BEND<br>CHAPTER SUPPORT              | 10,000 |
| TEXANS CARE FOR CHILDREN INC<br>1016 LA POSADA DR STE 240<br>AUSTIN, TX 78752     | N/A<br>PC                                                                        |  | STRATEGIC PLANNING FUND                                                     | 15,000 |
| TEXAS CASA INC<br>1501 W ANDERSON LN B-2<br>AUSTIN, TX 78757                      | N/A<br>PC                                                                        |  | LEGISLATIVE ADVOCACY TEAMS, COMMUNITY BASED CARE<br>AND YOUTH VOICE PROGRAM | 25,000 |

ATTACHMENT 13 (CONT'D)

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

| RECIPIENT NAME AND ADDRESS                                                                    |  | RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR<br>AND<br>FOUNDATION STATUS OF RECIPIENT |      | PURPOSE OF GRANT OR CONTRIBUTION              | AMOUNT |
|-----------------------------------------------------------------------------------------------|--|----------------------------------------------------------------------------------|------|-----------------------------------------------|--------|
| TEXAS CENTER FOR CHILD AND FAMILY STUDIES<br>409 W 13TH ST<br>AUSTIN, TX 78701                |  | N/A                                                                              | SO I | CHARITABLE EVENT                              | 5,000  |
|                                                                                               |  |                                                                                  |      |                                               |        |
| TEXAS CENTER FOR CHILD AND FAMILY STUDIES<br>409 W 13TH ST<br>AUSTIN, TX 78701                |  | N/A                                                                              | SO I | TXPOP COMMUNICATION ENHANCEMENT FUND          | 50,000 |
|                                                                                               |  |                                                                                  |      |                                               |        |
| TEXAS NETWORK OF YOUTH SERVICES INCORPORATED<br>7703 N LAMAR BLVD STE 260<br>AUSTIN, TX 78752 |  | N/A                                                                              | PC   | GENERAL & UNRESTRICTED                        | 515    |
|                                                                                               |  |                                                                                  |      |                                               |        |
| TEXAS NETWORK OF YOUTH SERVICES INCORPORATED<br>7703 N LAMAR BLVD STE 260<br>AUSTIN, TX 78752 |  | N/A                                                                              | PC   | LEGISLATIVE INTERIM POLICY & YOUTH VOICE FUND | 60,000 |
|                                                                                               |  |                                                                                  |      |                                               |        |
| TEXAS TRIBUNE INC<br>919 CONGRESS AVE 6TH FL<br>AUSTIN, TX 78701                              |  | N/A                                                                              | PC   | FOSTER CARE COVERAGE FUND                     | 20,000 |
|                                                                                               |  |                                                                                  |      |                                               |        |
| TEXAS TRIBUNE INC<br>919 CONGRESS AVE 6TH FL<br>AUSTIN, TX 78701                              |  | N/A                                                                              | PC   | TEXAS TRIBUNE FESTIVAL SPONSORSHIP FUND       | 5,000  |
|                                                                                               |  |                                                                                  |      |                                               |        |

ATTACHMENT 13 (CONT'D)

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 13 (CONT'D)RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR  
AND

| RECIPIENT NAME AND ADDRESS                                                             | FOUNDATION STATUS OF RECIPIENT | PURPOSE OF GRANT OR CONTRIBUTION                                                           | AMOUNT           |
|----------------------------------------------------------------------------------------|--------------------------------|--------------------------------------------------------------------------------------------|------------------|
| TUNA CANYON DETENTION STATION COALITION<br>12953 BRANFORD ST<br>PACOIMA, CA 91331      | N/A<br>PC                      | GENERAL OPERATING SUPPORT                                                                  | 20,000           |
| UNITED FRIENDS OF THE CHILDREN<br>1055 WILSHIRE BLVD STE 1955<br>LOS ANGELES, CA 90017 | N/A<br>PC                      | ANTELOPE VALLEY SCHOLARS PROGRAM                                                           | 107,500          |
| UNIVERSITY OF CHICAGO<br>5801 S ELLIS AVE<br>CHICAGO, IL 60637                         | N/A<br>PC                      | CALYOUTH STUDY PROJECT                                                                     | 150,000          |
| UNIVERSITY OF SOUTHERN CALIFORNIA<br>1150 S OLIVE ST 25TH FL<br>LOS ANGELES, CA 90015  | N/A<br>PC                      | CHILDREN'S DATA NETWORK PROBATION AND CHILD<br>WELFARE RECORD LINKAGE AND ANALYSIS PROJECT | 75,000           |
| UPBRING<br>8305 CROSS PARK DR<br>AUSTIN, TX 78754                                      | N/A<br>PC                      | GENERAL & UNRESTRICTED                                                                     | 50,000           |
| VERA INSTITUTE OF JUSTICE INC<br>34 35TH ST 42A<br>BROOKLYN, NY 11232                  | N/A<br>PC                      | LOS ANGELES YOUTH DEVELOPMENT AND DIVERSION<br>PROGRAM                                     | 50,000           |
| TOTAL CONTRIBUTIONS PAID                                                               |                                |                                                                                            | <u>2,503,730</u> |
| TOTAL PART I, LINE 25, COLUMN (A) AND PART XV, LINE 3A                                 |                                |                                                                                            | \$2,503,730      |
| LESS GRANT NOT COUNTED AS QUALIFYING DISTRIBUTION AS GRANTEE IS A CONTROLLED PC        |                                |                                                                                            | \$ 30,000        |
| TOTAL PART I, LINE 25, COLUMN (D)                                                      |                                |                                                                                            | \$2,473,730      |

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

| DESCRIPTION                            | BUSINESS<br>CODE | EXCLUSION |      | RELATED OR EXEMPT<br>FUNCTION INCOME |
|----------------------------------------|------------------|-----------|------|--------------------------------------|
|                                        |                  | AMOUNT    | CODE |                                      |
| K-1 INC/LOSS                           | 525990           | -168,911. | 14   | 180,131.                             |
| FEDERAL TAX REFUND                     |                  |           | 01   | 60,317.                              |
| INTEREST ON HOLDBACK FROM STANDARD GEN |                  |           | 14   | 2,307.                               |
| CLASS ACTION LAWSUITE PROCEEDS         |                  |           | 01   | 27,160.                              |
| TOTALS                                 |                  | -168,911. |      | 269,915.                             |

ATTACHMENT 14