2949100900 3221

Form **990-PF** | **Return of Private Foundation** | 1912 | OMB No 1545-0047 **2019**

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

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

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

Department of the Treasury Internal Revenue Service — **Open to Public Inspection**

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

Name of foundation: JAMES S. AND GAIL P. RIEPE CHARITABLE FOUNDATION

A Employer identification number: 52-6287385

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

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

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

C If exemption application is pending, check here ▶ ☐ 6

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

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation 04

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 40,989,048.

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

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

03/04

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received (attach schedule)	2,801,200.			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	127,488.	127,488.		
	4 Dividends and interest from securities	793,605.	793,605.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	605,680.			
	b Gross sales price for all assets on line 6a 3,464,937.				
	7 Capital gain net income (from Part IV, line 2)		605,671.		
	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	-332.	-332.		
	12 **Total.** Add lines 1 through 11	4,327,641.	1,526,432.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 2	16,557.			16,557.
	c Other professional fees (attach schedule) [3]	70,473.	70,473.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) [4]	40,475.	475.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 5	14,815.	13.		14,802.
	24 **Total operating and administrative expenses** Add lines 13 through 23	142,320.	70,961.		31,359.
	25 Contributions, gifts, grants paid	1,525,220.			1,525,220.
	26 Total expenses and disbursements Add lines 24 and 25	1,667,540.	70,961.	0.	1,556,579.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	2,660,101.			
	b **Net investment income** (if negative, enter -0-)		1,455,471.		
	c **Adjusted net income** (if negative, enter -0-)				

RECEIVED 13 NOV 27 2020 OGDEN, UT B052 IRS-OSC

A8

SCANNED FEB 09 2021

gw.5r

Part II Balance Sheets

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

		Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing	60,625.		
	2	Savings and temporary cash investments	9,965,875.	6,577,420.	6,577,420.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 6	8,119,303.	24,892,666.	34,411,628.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)	13,826,388.		
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	31,972,191.	31,470,086.	40,989,048.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow FASB ASC 958, check here ▶ ☐ and complete lines 24, 25, 29, and 30.**			
	24	Net assets without donor restrictions			
	25	Net assets with donor restrictions			
		Foundations that do not follow FASB ASC 958, check here ▶ ☒ and complete lines 26 through 30			
	26	Capital stock, trust principal, or current funds			
	27	Paid-in or capital surplus, or land, bldg, and equipment fund			
	28	Retained earnings, accumulated income, endowment, or other funds	31,972,191.	31,470,086.	
	29	**Total net assets or fund balances** (see instructions)	31,972,191.	31,470,086.	
	30	**Total liabilities and net assets/fund balances** (see instructions)	31,972,191.	31,470,086.	

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	31,972,191.
2	Enter amount from Part I, line 27a	2	2,660,101.
3	Other increases not included in line 2 (itemize) ▶ ATCH 7	3	114,158.
4	Add lines 1, 2, and 3	4	34,746,450.
5	Decreases not included in line 2 (itemize) ▶ ATCH 8	5	3,276,364.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	31,470,086.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	605,671.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8	3	0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation doesn't qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2018	8,067,115.	38,914,316.	0.207305
2017	3,178,506.	31,989,743.	0.099360
2016	1,448,804.	28,154,005.	0.051460
2015	1,764,213.	26,171,447.	0.067410
2014	1,177,310.	26,365,928.	0.044653

2	**Total** of line 1, column (d)	2	0.470188
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0.094038
4	Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	36,775,399.
5	Multiply line 4 by line 3	5	3,458,285.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	14,555.
7	Add lines 5 and 6	7	3,472,840.
8	Enter qualifying distributions from Part XII, line 4	8	1,556,579.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	29,109.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations, enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	2	
3	Add lines 1 and 2	3	29,109.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	0.
5	**Tax based on investment income** Subtract line 4 from line 3 If zero or less, enter -0-	5	29,109.
6	Credits/Payments		
a	2019 estimated tax payments and 2018 overpayment credited to 2019 — 6a: 45,695.		
b	Exempt foreign organizations - tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c:		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	45,695.
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	16,586.
11	Enter the amount of line 10 to be **Credited to 2020 estimated tax** ▶ 16,586. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered See instructions ▶ MD,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the tax year beginning in 2019? See the instructions for Part XIV If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses ATCH 9	10	X	

2

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ FOUNDATION SOURCE Telephone no ▶ 800-839-1754
Located at ▶ 501 SILVERSIDE ROAD, SUITE 123 WILMINGTON, DE ZIP+4 ▶ 19809-1377

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

			Yes	No
16	At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year, did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____ , ____ , ____ , ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____ , ____ , ____ , ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2019 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?	4b		X

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 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
NONE				

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
ATCH 11		70,473.

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a	Average monthly fair market value of securities	1a	30,506,673.
b	Average of monthly cash balances	1b	6,828,757.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	37,335,430.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	37,335,430.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	560,031.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	36,775,399.
6	**Minimum investment return.** Enter 5% of line 5	6	1,838,770.

Part XI **Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6			1	1,838,770.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	29,109.		
b	Income tax for 2019 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	29,109.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,809,661.
4	Recoveries of amounts treated as qualifying distributions			4	12,500.
5	Add lines 3 and 4			5	1,822,161.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	1,822,161.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	1,556,579.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,556,579.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b See instructions	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,556,579.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7					1,822,161.
2 Undistributed income, if any, as of the end of 2019					
a Enter amount for 2018 only					
b Total for prior years 20 17 ,20 16 ,20 15					
3 Excess distributions carryover, if any, to 2019					
a From 2014	15,224.				
b From 2015	564,017.				
c From 2016	55,992.				
d From 2017	1,593,651.				
e From 2018	6,285,377.				
f Total of lines 3a through e		8,514,261			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ $ 1,556,579.					
a Applied to 2018, but not more than line 2a					
b Applied to undistributed income of prior years (Election required - see instructions)					
c Treated as distributions out of corpus (Election required - see instructions)					
d Applied to 2019 distributable amount					1,556,579.
e Remaining amount distributed out of corpus					
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a).)		265,582.			265,582.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		8,248,679.			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount - see instructions					
e Undistributed income for 2018 Subtract line 4a from line 2a Taxable amount - see instructions					
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020					
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)					
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions)					
9 **Excess distributions carryover to 2020.** Subtract lines 7 and 8 from line 6a		8,248,679			
10 Analysis of line 9					
a Excess from 2015	313,659.				
b Excess from 2016	55,992.				
c Excess from 2017	1,593,651.				
d Excess from 2018	6,285,377.				
e Excess from 2019					

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling . . . . ▶

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

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

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

1 **Information Regarding Foundation Managers:**

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

ATTACHMENT 12

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 13				
Total . . . . ▶ **3a**				1,493,220.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	127,488.	
4 Dividends and interest from securities			14	793,605.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	605,680.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 14				-332.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				1,526,441.	

13 Total Add line 12, columns (b), (d), and (e) . . . 13 1,526,441.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee: [signature] Date: 11-10-20 Title: TRUSTEE

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JEFFREY D HASKELL	JEFFREY D HASKELL	10/29/2020		P01345770
Firm's name ▶ FOUNDATION SOURCE			Firm's EIN ▶ 510398347	
Firm's address ▶ ONE HOLLOW LN, STE 212 LAKE SUCCESS, NY 11042			Phone no 800-839-1754	

JSA
9E1493 1 000

Schedule B (Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2019

Name of the organization	Employer identification number
JAMES S. AND GAIL P. RIEPE CHARITABLE FOUNDATION	52-6287385

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000, or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ______

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

Name of organization JAMES S. AND GAIL P. RIEPE CHARITABLE FOUNDATION

Employer identification number 52-6287385

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	RIEPE, JAMES S. 1 ISLE RIDGE W HOBE SOUND, FL 33455	$ 2,801,200.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization JAMES S. AND GAIL P. RIEPE CHARITABLE FOUNDATION

Employer identification number 52-6287385

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	T. ROWE PRICE GROUP TROW, 15000 SH.	$ 1,583,100.	06/13/2019

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	T. ROWE PRICE GROUP TROW, 10000 SH.	$ 1,218,100.	12/24/2019

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
		$	

Name of organization JAMES S. AND GAIL P. RIEPE CHARITABLE FOUNDATION

Employer identification number 52-6287385

Part III ***Exclusively*** **religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor.** Complete columns **(a)** through **(e)** and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once. See instructions) ▶ $ ________
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN CURRENCY LOSS	-332.	-332.
TOTALS	-332.	-332.

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
BOOKKEEPING	16,557.			16,557.
TOTALS	16,557.			16,557.

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT SERVICES	70,473.	70,473.
TOTALS	70,473.	70,473.

ATTACHMENT 4

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
990-PF EXTENSION FOR 2018	40,000.	
FOREIGN TAX PAID	475.	475.
TOTALS	40,475.	475.

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE FEES	8,302.		8,302.
ADMINISTRATIVE SET-UP FEE	6,500.		6,500.
BANK CHARGES	13.	13.	
TOTALS	14,815.	13.	14,802.

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ABBOTT LABS	21,071.	25,624.
ACCENTURE PLC	4,507.	5,896.
ACTIVISION BLIZZARD INC	26,420.	28,640.
ADOBE SYSTEMS, INC	9,910.	13,192.
AIR PRODS & CHEM INC	16,840.	21,149.
AIRBUS GROUP	7,839.	17,273.
AIRBUS GROUP SE	19,806.	25,723.
ALPHABET INC CL A	1,551.	4,018.
ALPHABET INC CL C	9,240.	24,066.
ALTRIA GROUP INC	37,675.	33,689.
AMAZON COM	24,361.	42,500.
AMERICAN FUNDS AMERICAN HIGH-I	746,176.	736,972.
AMERICAN FUNDS GLOBAL INSIGHT	2,527,093.	2,720,953.
AMERICAN FUNDS INFLATION LINKE	816,834.	817,573.
AMERICAN FUNDS INVESTMENT COMP	1,317,919.	1,305,025.
AMERICAN TOWER REIT INC	42,001.	80,437.
ANALOG DEVICES INC	3,075.	6,536.
ANTHEM INC	24,595.	26,881.
AON PLC	11,506.	25,411.
APPLE INC	15,992.	42,286.
ASAHI KASEI CORP	18,340.	29,682.
ASML HOLDING NV NY REG SHS	7,680.	21,900.
ASTRAZENECA	36,193.	61,278.
ASTRAZENECA PLC (GBP) - UNITED	22,534.	32,017.
BANK NEW YORK MELLON CORP COM	25,700.	27,078.
BAXTER INTERNATIONAL INC	9,624.	9,616.
BOC AVIATION LTD	28,651.	33,717.
BOEING CO	28,966.	30,621.
BOUYGUES EUR1	11,812.	14,115.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
BRITISH AMERICAN TOBACCO PLC	44,230.	46,833.
BROADCOM INC	59,645.	95,438.
BURBERRY GROUP PLC	11,053.	13,275.
BWX TECHNOLOGIES INC	8,443.	8,691.
CABLE ONE INC	18,927.	26,792.
CALRSBERG AS SP ADR REP B	19,495.	22,283.
CAPITAL GROUP CORE BOND FUND	4,049,903.	4,047,137.
CAPITAL WORLD BOND FUND F3 SHR	813,750.	812,934.
CARLSBERG A/S	29,738.	38,261.
CHARTER COMMUNICATIONS, INC	17,417.	42,202.
CHEVRON CORP	46,013.	62,183.
CHIPOTLE MEX GRILL	9,836.	17,579.
CHUBB LIMITED	31,969.	40,783.
CHURCH & DWIGHT	5,197.	5,627.
CIGNA CORPORATION	7,652.	8,589.
CK ASSET HOLDINGS LTD	54,627.	50,110.
CLOROX CO	10,124.	10,134.
CME GROUP, INC	33,004.	77,879.
CMS ENERGY CP	19,889.	24,508.
COMCAST CORP	36,200.	47,129.
CONOCOPHILLIPS	8,980.	13,786.
COSTCO WHOLESALE CORPORATION	24,425.	33,213.
CROWN CASTLE INTL	66,711.	93,393.
CROWN CASTLE INTL PFD MAND CON	17,455.	20,508.
CSX CORP	18,286.	23,228.
DANAHER CORP	8,280.	20,106.
DANONE	28,200.	30,358.
DARDEN RESTAURANTS INC	12,799.	11,773.
DEERE CO	3,046.	4,851.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
DELTA ELECTRONICS INC	19,418.	19,787.
DIAGEO PLC	59,970.	71,938.
DIAGEO PLC ADS	11,269.	17,347.
DIGITAL RLTY TR INC	20,927.	22,990.
DOW INC	11,679.	15,051.
EDISON INTL	32,902.	38,007.
EDWARDS LIFESCIENCES	18,463.	23,329.
ELECTRONIC ARTS	6,985.	6,988.
ELI LILLY & CO	41,037.	51,389.
EMERGING MARKETS GROWTH FUND C	526,752.	733,803.
ENBRIDGE INC	52,940.	66,615.
ENEL-SOCIETA PER AZI	39,107.	50,624.
EOG RESOURCES INC	37,106.	34,928.
EQUIFAX INC	4,722.	5,605.
EQUINIX, INC	50,543.	65,374.
EQUITRANS MIDSTREAM CORPORATIO	19,170.	14,816.
ESSILOR INTL ADR	8,471.	9,650.
ESTEE LAUDER COMPANIES INC	9,476.	13,425.
EURONEXT NV AMSTERDM	22,104.	27,724.
EVEREST RE GROUP LTD	9,802.	10,520.
EXELON CORPORATION	17,115.	16,640.
EXXON MOBIL CORP	6,123.	5,582.
FACEBOOK INC	17,990.	22,167.
GILEAD SCIENCES INC	24,062.	16,505.
GIVAUDAN	14,541.	18,785.
GLAXOSMITHKLINE PLC SHS	44,563.	53,252.
GLOBAL PAYMENTS INC	18,026.	32,131.
GODADDY INC	7,964.	11,139.
GROUPE DANONE ADS	5,068.	5,442.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
HENRY JACK & ASSOC INC	22,182.	47,634.
HEXCEL CP DELAWARE	2,613.	4,838.
HILTON WORLDWIDE HOLDINGS, INC	14,223.	22,847.
HKBN LTD	12,173.	10,895.
HONG KONG EXCHANGE & CLEARING	22,912.	25,976.
HORMEL FOODS CP	6,358.	9,248.
HP INC	4,696.	5,343.
HUMANA INC	13,842.	24,557.
HUNTINGTON BANCSHARES INC	17,024.	18,217.
IBERDROLA SA	24,358.	35,107.
IMPERIAL BRANDS PLC	38,267.	27,572.
INTEL CORP	48,050.	61,705.
INTERCONTINENTAL EXCHANGE, INC	14,052.	21,657.
JAPAN TOBACCO INC	4,999.	4,476.
JP MORGAN CHASE	28,087.	52,833.
KERING	6,859.	8,540.
KLA TENCOR CORP	15,046.	17,817.
KONINKLIJKE KPN NV	21,835.	19,211.
KONINKLIJKE PHILIPS ELECTRONIC	4,496.	4,880.
KUEHNE & NAGEL INTL	7,541.	6,300.
LAS VEGAS SANDS CORP	31,303.	49,640.
LINDE PLC COM	13,731.	17,884.
LINK REAL ESTATE INVESTMENT	29,778.	54,320.
LLOYDS BANKING GROUP PLC (OTC)	6,614.	8,368.
LONGFOR PROPERTIES CO LTD	7,604.	28,126.
MARSH AND MCLENNAN COMPANIES I	28,532.	56,931.
MERCK & CO INC	28,297.	37,471.
MICROSOFT CORP	38,620.	122,060.
MONDELEZ INTERNATIONAL INC	10,241.	12,999.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MOODYS CORP	9,734.	22,791.
MSCI INC	7,614.	9,553.
NASDAQ OMX GROUP	14,353.	17,136.
NATIONAL GRID PLC	278.	363.
NESTLE S.A	16,837.	24,900.
NESTLE SA CHAM ET VE OTC	24,571.	35,859.
NETAPP, INC	19,531.	19,298.
NEUROCRINE BIOSCIENCES, INC	12,229.	16,124.
NEXITY SA A	13,651.	14,324.
NEXTERA ENERGY, INC	3,177.	5,085.
NIKE INC-CL B	13,152.	25,125.
NINTENDO CO LTD-ORD	13,901.	16,960.
NIPPON TEL & TEL 9432 JPY	13,349.	7,392.
NORFOLK SOUTHERN CORP	3,243.	7,765.
NORTHROP GRUMMAN CORP	35,752.	44,372.
NOVO NORDISK A S	9,094.	10,708.
NUTRIEN LTD	19,411.	17,487.
PARTNERS GROUP HOLDING AG	14,466.	18,098.
PFIZER INC	9,100.	10,735.
PHILIP MORRIS INTL	87,540.	86,962.
PNC FINANCIAL GROUP INC	14,494.	17,559.
PROCTER GAMBLE CO	25,529.	42,341.
QUALCOMM INC	30,409.	45,791.
RECKITT BENCKISER GROUP	7,103.	6,624.
RECKITT BENCKISER GROUP PLC	14,154.	14,613.
RELX PLC	23,938.	30,198.
ROYAL CARRIBEAN CRUISE	18,328.	20,160.
ROYAL DUTCH SHEL PLC SPONS ADR	39,086.	39,040.
ROYAL PHILLIPS NV SHS	24,652.	29,799.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SAGE THERAPEUTICS INC	2,916.	1,444.
SAMPO OYJ CL A	21,471.	18,561.
SANDS CHINA	43,726.	47,040.
SCHLUMBERGER LTD	26,586.	27,979.
SCOTTISH & SOUTHERN ENERGY	18,735.	20,920.
SEATTLE GENETICS, INC	17,216.	34,964.
SEMPRA ENERGY COM	12,102.	17,723.
SEMPRA ENERGY PRFD CL A	24,015.	28,445.
SERVICE NOW	7,857.	8,187.
SHERWIN-WILLIAMS CO	3,506.	7,586.
SMALLCAP WORLD FUND CL F3	671,921.	846,540.
STATE STREET CORPORATION	10,121.	10,679.
SVENSKA HANDELSBANKEN AB	16,634.	16,268.
SWEDBANK AB S/ADR	10,904.	8,496.
T. ROWE PRICE GROUP	9,255,546.	16,194,356.
TAG IMMOBILIEN AG	15,808.	33,727.
TAIWAN SEMICONDUCTOR MFG CO LT	45,270.	91,159.
TEXAS INSTRUMENTS INC	680,610.	1,472,768.
THE BLACKSTONE GROUP INC CL A	10,578.	12,866.
THE COCA-COLA CO	42,059.	54,188.
TRANSDIGM GRP INC	7,646.	19,600.
TRIMBLE NAV LTD	5,430.	7,713.
TRUIST FINANCIAL CORPORATION	32,612.	40,100.
ULTRAGENYX PHARMACEUTICAL INC	3,246.	1,922.
UNILEVER PLC AMER	3,476.	4,974.
UNION PACIFIC	20,374.	22,599.
UNITED TECHNOLOGIES CORP	20,269.	23,962.
UNITEDHEALTH GROUP INC	37,726.	67,027.
VERIZON COMMUNICATIONS	24,095.	27,507.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
VERTEX PHARMCTLS INC	7,513.	7,663.
VISA INC	31,971.	79,858.
VODAFONE GROUP PLC N	61,320.	54,139.
VTECH HOLDINGS ADR	5,338.	5,156.
WABTEC	16,640.	14,393.
WASTE CONNECTIONS	26,549.	55,200.
WASTE MANAGEMENT INC	4,510.	9,915.
WELLS FARGO & CO	8,156.	8,608.
WYNN RESORTS	4,827.	5,555.
YETI HOLDINGS, INC.	3,046.	3,130.
YUM BRANDS INC	2,364.	4,634.
ZURICH INSURANCE GROUP	17,468.	24,459.
TOTALS	24,892,666.	34,411,628.

ATTACHMENT 7

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

DESCRIPTION	AMOUNT
GRANTS OF PUBLICLY TRADED SECURITIES	101,658.
RETURNED GRANT	12,500.
TOTAL	114,158.

ATTACHMENT 8

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

DESCRIPTION	AMOUNT
TO ADJUST PRIOR PERIOD CASH OVERSTATEMENT	3,276,364.
TOTAL	3,276,364.

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		PUBLICLY-TRADED SECURITIES						
3,464,937.		2,859,266.					605,671.	
TOTAL GAIN(LOSS)							605,671.	

FORM 990PF, PART VII-A, LINE 10 - SUBSTANTIAL CONTRIBUTORS

ATTACHMENT 9

NAME AND ADDRESS

RIEPE, GAIL P
1330 WESTERN RUN
COCKEYSVILLE, MD 21030

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

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
CHRISTINA N RIEPE FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	VP 1.00	0.	0.	0.
GAIL P RIEPE FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	TRUSTEE 1.00	0.	0.	0.
JAMES S RIEPE FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	TRUSTEE 1.00	0.	0.	0.
JAMES S RIEPE JR FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	VP 1.00	0.	0.	0.
ALLISON B. RIEPE FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	VP 1.00			
	GRAND TOTALS	0.	0.	0.

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

ATTACHMENT 11

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
CAPITAL GROUP 630 FIFTH AVENUE, 36TH FL NEW YORK, NY 10111	INVESTMENT MGMT	70,473.
TOTAL COMPENSATION		70,473.

ATTACHMENT 12

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

GAIL P RIEPE
JAMES S RIEPE

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

ATTACHMENT 13

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
1000 FRIENDS OF FLORIDA INC PO BOX 5948 TALLAHASSEE, FL 32314	N/A PC	GENERAL & UNRESTRICTED	5,000
B & O RAILROAD MUSEUM 901 W PRATT ST BALTIMORE, MD 21223	N/A PC	GENERAL & UNRESTRICTED	2,500
BALTIMORE COMMUNITY FOUNDATION INC 11 E MOUNT ROYAL AVE 2ND FLOO BALTIMORE, MD 21202	N/A PC	GENERAL & UNRESTRICTED (SEE ATTACHED IN-KIND GRANT SCHEDULE)	48,954
BALTIMORE EDUCATIONAL SCHOLARSHIP TRUST INC 808 N CHARLES ST BALTIMORE, MD 21201	N/A PC	GENERAL & UNRESTRICTED	2,500
BALTIMORE MUSEUM OF ART INC 10 ART MUSEUM DR BALTIMORE, MD 21218	N/A PC	GENERAL & UNRESTRICTED	10,000
BALTIMORE SCHOOL FOR THE ARTS FDN INC 712 CATHEDRAL ST BALTIMORE, MD 21201	N/A SO II	GENERAL & UNRESTRICTED	7,500

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BALTIMORE SQUASHWISE INC 3600 CLIPPER MILL RD STE 103 BALTIMORE, MD 21211	N/A PC	GENERAL & UNRESTRICTED	2,500
BOYS & GIRLS CLUB OF MARTIN COUNTY INC PO BOX 910 HOBE SOUND, FL 33475	N/A PC	GENERAL & UNRESTRICTED (SEE ATTACHED IN-KIND GRANT SCHEDULE)	53,684
CAVES VALLEY GOLF CLUB FOUNDATION INC 2910 BLENDON RD OWINGS MILLS, MD 21117	N/A PC	GENERAL & UNRESTRICTED	5,000
CENTER STAGE ASSOCIATES INC 700 N CALVERT ST BALTIMORE, MD 21202	N/A PC	GENERAL & UNRESTRICTED	1,000
CHESAPEAKE BAY FOUNDATION INC 6 HERNDON AVE ANNAPOLIS, MD 21403	N/A PC	GENERAL & UNRESTRICTED	10,000
CHURCH OF THE REDEEMER 5603 N CHARLES ST BALTIMORE, MD 21210	N/A PC	GENERAL & UNRESTRICTED	3,000

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CRISTO REY JESUIT HIGH SCHOOL 420 S CHESTER ST BALTIMORE, MD 21231	N/A PC	GENERAL & UNRESTRICTED (SEE ATTACHED IN-KIND GRANT SCHEDULE)	61,523
FUEL FUND OF CENTRAL MD INC 1800 WASHINGTON BLVD STE 410-A BALTIMORE, MD 21230	N/A PC	GENERAL & UNRESTRICTED	2,500
FUND FOR EDUCATIONAL EXCELLENCE INC 800 N CHARLES ST STE 400 BALTIMORE, MD 21201	N/A PC	GENERAL & UNRESTRICTED	5,000
GILMAN SCHOOL INC 5407 ROLAND AVE BALTIMORE, MD 21210	N/A PC	GENERAL & UNRESTRICTED (SEE ATTACHED IN-KIND GRANT SCHEDULE)	149,520
GOODWILL INDUSTRIES OF THE CHESAPEAKE INC 222 E REDWOOD ST BALTIMORE, MD 21202	N/A PC	GENERAL & UNRESTRICTED	2,500
GUARDIANS OF MARTIN COUNTY INC PO BOX 1489 HOBE SOUND, FL 33475	N/A PC	GENERAL & UNRESTRICTED	2,500

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTICN	AMOUNT
HABITAT FOR HUMANITY OF THE CHESAPEAKE INC 3714 COMMERCE DR HALETHORPE, MD 21227	N/A PC	GENERAL & UNRESTRICTED	15,000
HOBE SOUND CHILD CARE CENTER INC 11580 SE GOMEZ AVE HOBE SOUND, FL 33455	N/A PC	GENERAL & UNRESTRICTED	5,000
HOBE SOUND COMMUNITY CHEST INC 11450 SE DIXIE HWYSTE 106 HOBE SOUND, FL 33455	N/A PC	GENERAL & UNRESTRICTED	15,000
HOBE SOUND NATURE CENTER INC PO BOX 214 HOBE SOUND, FL 33475	N/A PC	GENERAL & UNRESTRICTED	500
HOUSE OF RUTH MARYLAND INC 2201 ARGONNE DR BALTIMORE, MD 21218	N/A PC	GENERAL & UNRESTRICTED	5,000
IRVINE NATURAL SCIENCE CENTER INC 11201 GARRISON FOREST RD OWINGS MILLS, MD 21117	N/A PC	GENERAL & UNRESTRICTED	5,000

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
JOHNS HOPKINS UNIVERSITY 3400 N CHURCH ST BALTIMORE, MD 21218	N/A PC	GENERAL & UNRESTRICTED (SEE ATTACHED IN-KIND GRANT SCHEDULE)	204,363
JUBILEE BALTIMORE INC 25 E 20TH ST BALTIMORE, MD 21218	N/A PC	GENERAL & UNRESTRICTED	3,000
JUPITER MEDICAL CENTER FOUNDATION INC 1210 S OLD DIXIE HWY JUPITER, FL 33458	N/A PC	GENERAL & UNRESTRICTED	10,000
KIEVE-WAVUS EDUCATION INC PO BOX 169 NOBLEBORO, ME 04555	N/A PC	GENERAL & UNRESTRICTED	5,000
KIPP BALTIMORE INC 4701 GREENSPRING AVE BALTIMORE, MD 21209	N/A PC	GENERAL & UNRESTRICTED	10,000
LIVING CLASSROOMS FOUNDATION INC 802 S CAROLINE ST BALTIMORE, MD 21231	N/A PC	GENERAL & UNRESTRICTED	5,000

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LOAVES AND FISHES OF HOBE SOUND INC 9307 SE OLYMPUS ST HOBE SOUND, FL 33455	N/A PC	GENERAL & UNRESTRICTED	1,000
MARYLAND AGRICULTURAL RESOURCE COUNCIL 1114 SHAWAN RD COCKEYSVILLE, MD 21030	N/A PC	GENERAL & UNRESTRICTED	1,000
MARYLAND FOOD BANK INC 2200 HALETHORPE FARMS RO BALTIMORE, MD 21227	N/A PC	GENERAL & UNRESTRICTED	10,000
MARYLAND PHILANTHROPY NETWORK INC 2 E READ ST 2ND FL BALTIMORE, MD 21202	N/A PC	GENERAL & UNRESTRICTED	2,500
YOUR PUBLIC RADIO CORPORATION 2216 NORTH CHARLES STREET BALTIMORE, MD 21218	N/A PC	GENERAL & UNRESTRICTED	5,000
MARYLAND SPCA INC 3300 FALLS RD BALTIMORE, MD 21211	N/A PC	GENERAL & UNRESTRICTED	2,500

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MEALS ON WHEELS OF CENTRAL MARYLAND INC 515 S HAVEN ST BALTIMORE, MD 21224	N/A PC	GENERAL & UNRESTRICTED	5,000
MEDECINS SANS FRONTIERES USA INC - DOCTORS WITHOUT PO BOX 5030 HAGERSTOWN, MD 21741	N/A PC	GENERAL & UNRESTRICTED	10,000
MPT FOUNDATION INC 11767 OWINGS MILLS BLVD OWINGS MILLS, MD 21117	N/A PC	GENERAL & UNRESTRICTED	2,500
NATURE CONSERVANCY 4245 N FAIRFAX DR STE 100 ARLINGTON, VA 22203	N/A PC	GENERAL & UNRESTRICTED	15,000
PARKS & PEOPLE FOUNDATION INC 2100 LIBERTY HEIGHTS AVE BALTIMORE, MD 21217	N/A PC	GENERAL & UNRESTRICTED	3,000
PAULS PLACE INC 1118 WARD ST BALTIMORE, MD 21230	N/A PC	GENERAL & UNRESTRICTED (SEE ATTACHED IN-KIND GRANT SCHEDULE)	102,154

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTICN	AMOUNT
PLANNED PARENTHOOD OF MARYLAND INC 330 N HOWARD ST BALTIMORE, MD 21201	N/A PC	GENERAL & UNRESTRICTED	5,000
PRESIDENT & TRUSTEES OF COLBY COLLEGE 4120 MAYFLOWER HILL WATERVILLE, ME 04901	N/A PC	GENERAL & UNRESTRICTED	2,500
PROSTATE CANCER FOUNDATION 1250 4TH ST SANTA MONICA, CA 90401	N/A PC	GENERAL & UNRESTRICTED	2,500
SAINT IGNATIUS LOYOLA ACADEMY 300 E GITTINGS ST BALTIMORE, MD 21230	N/A PC	GENERAL & UNRESTRICTED	15,000
THE BALTIMORE STATION INC 140 W W ST BALTIMORE, MD 21230	N/A PC	GENERAL & UNRESTRICTED	2,500
THE EVERGLADES FOUNDATION INC 18001 OLD CUTLER RD STE 625 PALMETTO BAY, FL 33157	N/A PC	GENERAL & UNRESTRICTED	10,000

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE FAMILY TREE INC 2108 N CHARLES ST BALTIMORE, MD 21218	N/A PC	GENERAL & UNRESTRICTED	1,000
THE MARYLAND ZOOLOGICAL SOCIETY INC 1876 MANSION HOUSE DR BALTIMORE, MD 21217	N/A PC	GENERAL & UNRESTRICTED	2,500
THE TRUSTEES OF THE LADEW TOPIARY GARDENS INC 3535 JARRETTSVILLE PIKE MONKTON, MD 21111	N/A PC	GENERAL & UNRESTRICTED	5,000
THE WOMENS HOUSING COALITION INC 119 E 25TH ST BALTIMORE, MD 21218	N/A PC	GENERAL & UNRESTRICTED	2,500
THREAD INC PO BOX 1584 BALTIMORE, MD 21203	N/A PC	GENERAL & UNRESTRICTED	10,000
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA 3451 WALNUT ST 433 FRANKLIN BLDG PHILADELPHIA, PA 19104	N/A PC	GENERAL & UNRESTRICTED (SEE ATTACHED IN-KIND GRANT SCHEDULE)	514,838

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TRUSTEES OF WALTERS ART GALLERY 600 N CHARLES ST BALTIMORE, MD 21201	N/A GOV	GENERAL & UNRESTRICTED	1,000
UNITED STATES SKI TEAM FOUNDATION 1 VICTORY LN BOX 100 PARK CITY, UT 84060	N/A PC	GENERAL & UNRESTRICTED (SEE ATTACHED IN-KIND GRANT SCHEDULE)	53,684
VALLEYS PLANNING COUNCIL INC 118 W PENNSYLVANIA AVE TOWSON, MD 21204	N/A PC	GENERAL & UNRESTRICTED	10,000
WASHINGTON NATIONAL CATHEDRAL 3101 WISCONSIN AVE NW WASHINGTON, DC 20016	N/A PC	GENERAL & UNRESTRICTED	5,000
JOHNS HOPKINS UNIVERSITY 3400 N CHURCH ST BALTIMORE, MD 21218	N/A PC	GENERAL & UNRESTRICTED	2,500
PAULS PLACE INC 1118 WARD ST BALTIMORE, MD 21230	N/A PC	GENERAL & UNRESTRICTED	5,000

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA 3451 WALNUT ST 433 FRANKLIN BLDG PHILADELPHIA, PA 19104	N/A PC	GENERAL & UNRESTRICTED	25,000
CYLBURN ARBORETUM ASSOCIATION INC 4915 GREENSPRING AVE BALTIMORE, MD 21209	N/A PC	GENERAL & UNRESTRICTED	1,000
MARYLAND ENVIRONMENTAL TRUST 100 COMMUNITY PL, 3RD FL CROWNSVILLE, MD 21032	N/A GOV	GENERAL & UNRESTRICTED	1,000
PRINCETON DAY SCHOOL INC PO BOX 75 PRINCETON, NJ 08542	N/A PC	GENERAL & UNRESTRICTED	1,000
ST VINCENT DE PAUL OF BALTIMORE INC 2305 N CHARLES ST STE 300 BALTIMORE, MD 21218	N/A PC	CAMP ST VINCENT	10,000
ST PATRICK'S EPISCOPAL DAY SCHOOL 4700 WHITEHAVEN PKWY NW WASHINGTON, DC 20007	N/A PC	SCHOOL CAMPAIGN	14,000

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
YOUR PUBLIC RADIO CORPORATION 2216 N CHARLES ST BALTIMORE, MD 21218	N/A PC	GENERAL & UNRESTRICTED	5,000
		TOTAL CONTRIBUTIONS PAID	1,525,220

Part XV (Form 990-PF) - Distributions of Property Value at Fair Market Value at Date of Distribution

Method for Determining Fair Market Value of Securities: *Average of high/low on date granted to charity*
Method for Determining Book Value of Securities *Cost or average of high/low on date contributed to the foundation*

Description of Property	Units	Date of Distribution	Grant Recipient	Fair Market Value of Property	Book Value of Property	Value of Cash Portion of Grant	Total Amount of Grant
T ROWE PRICE GROUP	500	06/24/2019	PAULS PLACE INC	$ 53,200	$ 52,770 00		$ 53,200
T ROWE PRICE GROUP	1000	06/26/2019	JOHNS HOPKINS UNIVERSITY	$ 106,455	$ 105,540 00		$ 106,455
T ROWE PRICE GROUP	500	08/12/2019	BOYS & GIRLS CLUB OF MARTIN COUNTY INC	$ 53,684	$ 52,770 00		$ 53,684
T ROWE PRICE GROUP	500	08/12/2019	UNITED STATES SKI TEAM FOUNDATION	$ 53,684	$ 52,770 00		$ 53,684
T ROWE PRICE GROUP	2500	08/14/2019	TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA	$ 265,638	$ 263,850 00		$ 265,638
T ROWE PRICE GROUP	500	12/11/2019	CRISTO REY JESUIT HIGH SCHOOL	$ 61,523	$ 52,770 00		$ 61,523
T ROWE PRICE GROUP	1200	12/12/2019	GILMAN SCHOOL INC	$ 149,520	$ 126,648 00		$ 149,520
T ROWE PRICE GROUP	2000	12/12/2019	TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA	$ 249,200	$ 211,080 00		$ 249,200
T ROWE PRICE GROUP	400	12/30/2019	BALTIMORE COMMUNITY FOUNDATION INC	$ 48,954	$ 42,216 00		$ 48,954
T ROWE PRICE GROUP	400	12/30/2019	PAULS PLACE INC	$ 48,954	$ 42,216 00		$ 48,954
T ROWE PRICE GROUP	800	12/30/2019	JOHNS HOPKINS UNIVERSITY	$ 97,908	$ 84,432 00		$ 97,908
Total				$ 1,188,720	$ 1,087,062		$ 1,188,720

Form 990-PF, Part III, Line 3 - Other Increases $ 101,658

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

ATTACHMENT 14

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
FOREIGN CURRENCY LOSS			01	-332.	
TOTALS				-332.	