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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0047

2019

Open to Public Inspection

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

Name of foundation: THE MARY ALICE AND BENNETT BROWN FOUNDATION, INC.

A Employer identification number: 58-6332776

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: [X] 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) ▶ $ 8,796,025.

J Accounting method [X] 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 ▶ [ ]

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc, received (attach schedule)				
2	Check ▶ [X] if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	2,851.	2,851.		
4	Dividends and interest from securities	229,015.	229,015.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	135,634.			
b	Gross sales price for all assets on line 6a 2,108,267.				
7	Capital gain net income (from Part IV, line 2)		133,310.		
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	-8,386.	-218.		
12	**Total.** Add lines 1 through 11	359,114.	364,958.		
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)				
c	Other professional fees (attach schedule) [2]	61,214.	61,214.		
17	Interest				
18	Taxes (attach schedule) (see instructions) [3]	4,816.	1,816.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	2,308.			2,308.
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 4	47,659.	1,122.		46,373.
24	**Total operating and administrative expenses** Add lines 13 through 23	115,997.	64,152.		48,681.
25	Contributions, gifts, grants paid	335,000.			335,000.
26	**Total expenses and disbursements** Add lines 24 and 25	450,997.	64,152.		383,681.
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-91,883.			
b	**Net investment income** (if negative, enter -0-)		300,806.		
c	**Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	168,835.	576,149.	576,149.
	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)[5]	326,322.	309,829.	319,734.
	b	Investments - corporate stock (attach schedule) ATCH 6	6,948,825.	6,543,560.	7,486,595.
	c	Investments - corporate bonds (attach schedule) ATCH 7	194,709.	166,100.	174,043.
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 8	246,779.	197,949.	239,504.
	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)	7,885,470.	7,793,587.	8,796,025.
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 ▶ X 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	7,885,470.	7,793,587.	
	29	**Total net assets or fund balances** (see instructions)	7,885,470.	7,793,587.	
	30	**Total liabilities and net assets/fund balances** (see instructions)	7,885,470.	7,793,587.	

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	7,885,470.
2	Enter amount from Part I, line 27a	2	-91,883.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	7,793,587.
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	7,793,587.

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	133,310.
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	427,765.	8,353,420.	0.051208
2017	403,473.	8,341,773.	0.048368
2016	399,471.	7,765,649.	0.051441
2015	411,110.	8,104,952.	0.050723
2014	384,824.	8,451,616.	0.045533

2	**Total** of line 1, column (d)	2	0.247273
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	0.049455
4	Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	8,280,357.
5	Multiply line 4 by line 3	5	409,505.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,008.
7	Add lines 5 and 6	7	412,513.
8	Enter qualifying distributions from Part XII, line 4	8	383,681.

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	6,016.
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	6,016.
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	6,016.
6	Credits/Payments		
a	2019 estimated tax payments and 2018 overpayment credited to 2019 . . . . 6a 5,560.		
b	Exempt foreign organizations - tax withheld at source . . . 6b		
c	Tax paid with application for extension of time to file (Form 8868) . . . 6c 482.		
d	Backup withholding erroneously withheld . . . 6d		
7	Total credits and payments Add lines 6a through 6d	7	6,042.
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	26.
11	Enter the amount of line 10 to be **Credited to 2020 estimated tax** ▶ 26. **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	X	
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 ▶ GA,			
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	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

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

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

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

			Yes	No
5a	During the year, did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? See instructions ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance? See instructions	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 9		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 10		61,214.

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	8,005,939.
b	Average of monthly cash balances	1b	400,515.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	8,406,454.
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	8,406,454.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	126,097.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,280,357.
6	**Minimum investment return.** Enter 5% of line 5	6	414,018.

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	414,018.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	6,016.		
b	Income tax for 2019 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	6,016.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	408,002.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	408,002.
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	408,002.

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	383,681.
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	383,681.
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	383,681.

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				408,002.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only			337,616.	
b Total for prior years 20 17 ,20 16 ,20 15				
3 Excess distributions carryover, if any, to 2019				
a From 2014				
b From 2015				
c From 2016				
d From 2017				
e From 2018				
f **Total** of lines 3a through e				
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ $ 383,681.				
a Applied to 2018, but not more than line 2a			337,616.	
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				46,065.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2018 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020				361,937.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2020.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2015				
b Excess from 2016				
c Excess from 2017				
d Excess from 2018				
e Excess from 2019				

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

NOT APPLICABLE

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))

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 ▶ [X] 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 11				
Total . . . . ▶ 3a				335,000.
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	2,851.	
4 Dividends and interest from securities			14	229,015.	
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	525900	2,312.	18	133,322.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 12		-8,168.		-218.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-5,856.		364,970.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 359,114.

(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: 11/10/2020 Title: Chair

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	11/06/2020		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

The Mary Alice and Bennett Brown Foundation, Inc
Taxable Year Ending December 31, 2019

58-6332776

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

Name	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Book Basis	Net Gain/(Loss)
Publicly-traded Securities				$ 2,108,267	$ 1,957,575	$ 150,692
Passthrough K-1 Capital Gain/(Loss) - non UBI						$ (540)
Section 751 Gain on Sale of Partnership - Reclass						$ (16,842)
Total included in Part IV						$ 133,310
Passthrough K-1 Capital Gain/(Loss) - UBI						$ 2,312
IRC 163(j) Recapture						$ 12
Part I, Line 6a Total						$ 135,634

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
K-1 INC/LOSS ANDEAVOR LOGISTICS LP	-241.	
K-1 INC/LOSS BUCKEYE PARTNERS, LP	-647.	-617.
K-1 INC/LOSS CRESTWOOD EQUITY PARTNERS L	-384.	
K-1 INC/LOSS DCP MIDSTREAM LP	-537.	20.
K-1 INC/LOSS ENERGY TRANSFER LP	-2,149.	263.
K-1 INC/LOSS ENTERPRISE PRODUCTS PARTNER	-4,096.	-30.
K-1 INC/LOSS EQM MIDSTREAM PARTNERS LP	-485.	-5.
K-1 INC/LOSS MAGELLAN MIDSTREAM PARTNERS	-1,960.	6.
K-1 INC/LOSS MPLX LP	-3,957.	62.
K-1 INC/LOSS NUSTAR ENERGY L.P	-1,542.	-44.
K-1 INC/LOSS PHILLIPS 66 PARTNERS LP	-1,384.	109.
K-1 INC/LOSS PLAINS ALL AMERICAN PIPELIN	-3,975.	-20.
K-1 INC/LOSS TC PIPELINES LP	-1,346.	12.
K-1 INC/LOSS WESTERN GAS PARTNERS, LP	-603.	10.
K-1 INC/LOSS WESTERN MIDSTREAM PARTNERS,	-1,922.	16.
SEC 751 GAIN ON SALE ANDEAVOR LOGISTICS	2,121.	
SEC 751 GAIN ON SALE BUCKEYE PARTNERS, L	1,302.	
SEC 751 GAIN ON SALE CRESTWOOD EQUITY PA	18.	
SEC 751 GAIN ON SALE DCP MIDSTREAM LP	138.	
SEC 751 GAIN ON SALE ENERGY TRANSFER LP	471.	
SEC 751 GAIN ON SALE ENTERPRISE PRODUCTS	1,703.	
SEC 751 GAIN ON SALE EQM MIDSTREAM PARTN	1,661.	
SEC 751 GAIN ON SALE MAGELLAN MIDSTREAM	1,094.	
SEC 751 GAIN ON SALE MPLX LP	514.	
SEC 751 GAIN ON SALE PHILLIPS 66 PARTNER	1,065.	
SEC 751 GAIN ON SALE PLAINS ALL AMERICAN	776.	
SEC 751 GAIN ON SALE TC PIPELINES LP	1,093.	
SEC 751 GAIN ON SALE WESTERN MIDSTREAM P	4,886.	
TOTALS	-8,386.	-218.

ATTACHMENT 2

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT SERVICES	61,214.	61,214.
TOTALS	61,214.	61,214.

ATTACHMENT 3

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
990-PF ESTIMATED TAX FOR 2019	3,000.	
FOREIGN TAX PAID	1,816.	1,816.
TOTALS	4,816.	1,816.

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE FEES	45,103.		45,103.
BANK CHARGES	133.	133.	
FOUNDATION DUES & MEMBERSHIPS	1,240.		1,240.
K-1 EXP BUCKEYE PARTNERS, LP	12.		
K-1 EXP CRESTWOOD EQUITY PARTN	6.		
K-1 EXP DCP MIDSTREAM LP	89.		
K-1 EXP ENERGY TRANSFER LP	134.	125.	
K-1 EXP ENTERPRISE PRODUCTS PA	7.		
K-1 EXP MAGELLAN MIDSTREAM PAR	6.	1.	
K-1 EXP MPLX LP	6.		
K-1 EXP NUSTAR ENERGY L.P	650.	642.	
K-1 EXP PLAINS ALL AMERICAN PI	242.	221.	
K-1 EXP TC PIPELINES LP	1.		
STATE OR LOCAL FILING FEES	30.		30.
TOTALS	47,659.	1,122.	46,373.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 5

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FEDERAL NATIONAL MORTGAGE ASSO	10,039.	9,964.
FEDERAL NATIONAL MORTGAGE ASSO	56,669.	57,198.
FHLMC POOL #G08737 POOL #G0873	23,779.	24,612.
FNMA POOL #MA3527 POOL #MA3527	28,664.	28,764.
UNIFORM MBS POOL #MA3803 POOL	41,441.	41,487.
UNIFORM MBS POOL #ZT1546 - 4.5	37,817.	37,688.
US T - 2.500% - 02/15/2046	18,375.	20,470.
US T BDS - 3.000% - 02/15/2049	45,308.	49,768.
US T BDS - 3.000% - 05/15/2045	32,719.	34,687.
US T NTS NOTE - 2.625% - 08/31	15,018.	15,096.
US OBLIGATIONS TOTAL	309,829.	319,734.

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
AAC TEC HOLDINGS ADR	11,268.	9,225.
ABB LTD	9,677.	11,780.
ABBOTT LABS	6,963.	13,898.
ACCENTURE PLC	8,159.	14,740.
ADIDAS AG	7,870.	10,908.
ADOBE SYSTEMS, INC	4,536.	11,543.
ADVANCE AUTO PARTS INC	6,635.	6,567.
AIA GROUP LTD ADR	19,663.	27,906.
AIR PRODS & CHEM INC	10,620.	18,329.
AKAMAI TECH COM STK	5,668.	8,292.
ALCON INC	2,141.	2,602.
ALEXION PHARMACEUTICALS, INC	6,859.	6,273.
ALFA LAVAL AB	5,384.	6,964.
ALIBABA GROUP HOLDING LTD	4,985.	6,363.
ALLETE INC	2,154.	2,273.
ALLIANZ SE ADR	12,043.	15,930.
ALPHABET INC CL A	7,551.	12,055.
ALPHABET INC CL C	8,219.	13,370.
ALTRA HLDGS INC	2,831.	3,186.
AMADEUS IT HLDS SA	7,971.	8,232.
AMAZON COM	14,025.	27,718.
AMBEV SA	13,687.	12,969.
AMER EQ INV LIFE HLD	2,972.	3,861.
AMERICA MOVIL SA	13,042.	13,968.
AMERICAN EXPRESS CO	5,260.	8,092.
AMGEN INC	6,299.	8,196.
AMPHENOL CORPORATION	4,943.	7,251.
ANHEUSER BUSCH COS INC	6,712.	7,137.
ANHUI CONCH CEM ADR	8,607.	11,026.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
AON PLC	8,241.	14,372.
APPLE INC	7,915.	13,802.
ARCH CAPITAL GROUP LTD	10,586.	15,826.
ASBURY AUTOMOTIVE GR	855.	1,453.
ASM PACIFIC TECH	7,502.	9,225.
ASSA ABLOY UNSP/ADR	9,781.	11,091.
ATKORE INTERNATIONAL GROUP INC	1,074.	2,104.
ATLAS COPCO AB A SHS ADR	11,384.	16,301.
AUTOMATIC DATA PROCESSING INC	11,483.	14,322.
AVANOS MEDICAL, INC.	2,212.	1,618.
AXALTA COATING SYSTEMS LTD	7,722.	8,360.
BAIDU.COM - ADR	23,564.	17,696.
BANCO BILBAO ARG SA	16,008.	12,187.
BANCO DO BRASIL S A SPONSORED	13,177.	15,877.
BANCO ITAU HOLDING FINANCIERA	5,892.	6,670.
BANK OF NT BUTTERFIELD AND SON	2,010.	1,962.
BARNES GROUP INC	2,141.	2,602.
BB SEGURIDADE	8,380.	9,121.
BEIERSDORF AG ADR EACH REPR 0.	7,772.	7,908.
BERKLEY W R CP	4,411.	6,634.
BERRY PLASTICS GROUP INC	3,446.	3,419.
BHP BILLITON LIMITED	5,669.	8,097.
BIDVEST GROUP LTD (ADR)	4,907.	6,458.
BIOMARIN PHARMACEUTICAL INC	4,367.	4,143.
BLACK HILLS CORP	3,151.	3,691.
BLACKROCK HIGH YIELD BOND PORT	392,366.	393,379.
BLACKROCK INC	15,844.	20,108.
BNP PARIBAS SPONS ADR	6,721.	7,007.
BRANDYWINE RLTY TR	3,367.	3,182.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
BROADCOM INC	6,538.	7,901.
BROOKFIELD ASSET MANAGEMENT CL	6,452.	10,173.
BROWN & BROWN INC	5,801.	10,896.
BROWN FORMAN CORP CL B	2,210.	3,650.
C H ROBINSON WORLDWIDE INC	2,787.	2,659.
CABLE ONE INC	1,902.	4,465.
CALERES INC	2,183.	1,473.
CALLON PETROLEUM CO	1,849.	1,550.
CALRSBERG AS SP ADR REP B	5,629.	8,699.
CANADIAN NATL RAILWAY CO	13,572.	16,643.
CARMAX INC	7,700.	11,222.
CATALENT INC	1,180.	1,633.
CDW CORP	4,366.	10,856.
CHARLES SCHWAB CORP	5,529.	6,801.
CHECK POINT SOFTWARE TECHNOLOG	14,645.	15,756.
CHEESECAKE FACTORY INC	2,135.	1,321.
CHENIERE ENERGY INC	13,720.	12,580.
CHEVRON CORP	13,673.	14,220.
CHINA CONSTRUCT UNSPON ADR	20,847.	22,507.
CHINA MERCHANTS BANK	8,774.	9,557.
CHINA MOBILE HGK LTD	28,091.	23,756.
CHINA SHENHUA ADR	8,611.	8,097.
CHOICE HOTELS INTERNATIONAL IN	1,775.	2,896.
CHUGAI PHARMACEUTICAL CO., LTD	7,611.	10,763.
CIELO SA ADR	13,299.	4,118.
CINEMARK HOLDINGS INC	2,492.	2,065.
CIRRUS LOGIC INC	2,193.	2,884.
CISCO SYSTEMS INC	15,855.	22,973.
CNOOC LTD ADS	6,336.	8,334.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
COHERENT INC CAL	1,465.	1,664.
COMCAST CORP	13,640.	16,189.
COMML INTL BK S/ADR	6,423.	9,103.
COMMSCOPE HOLDING COMPANY INC	3,529.	1,235.
COMMUNITY BK SYS INC	533.	709.
COMPASS GROUP PLC ADR	5,603.	7,070.
COPART INC	3,784.	11,549.
CORE-MARK HOLDING COMPANY, INC	1,448.	1,251.
COSTCO WHOLESALE CORPORATION	3,500.	6,172.
CRACKER BARREL OLD COUNTRY STO	1,718.	1,537.
CROWN CASTLE INTL	11,685.	17,342.
CULLEN FROST BANKERS INC	1,949.	1,956.
DAIWA HOUSE IND LTD	8,867.	9,530.
DARDEN RESTAURANTS INC	3,714.	3,270.
DASSAULT SYS SA SPN ADR	8,697.	13,325.
DBS GROUP HLDGS SPON ADR	17,772.	25,077.
DELEK US HLDGS INC	2,907.	2,012.
DELUXE CORPORATION	1,893.	1,548.
DENTSU INC	6,227.	4,931.
DIAGEO PLC ADS	10,254.	10,947.
DOLLAR TREE INC	8,743.	9,781.
DRIL QUIP INC	1,664.	1,501.
EAST WEST BANCORP, INC	7,198.	7,110.
ECOLAB INC	4,645.	7,141.
EL PASO ELECTRIC CO	2,055.	2,716.
ELANCO ANIMAL HEALTH INCORPORA	3,516.	3,387.
ELI LILLY & CO	7,977.	9,594.
ENGIE	10,673.	11,642.
ENLINK MIDSTREAM LLC	8,908.	7,276.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ENN ENERGY HOLDINGS LIMITED	4,139.	6,339.
EPIROC AB	5,348.	6,846.
EQUINIX, INC	5,402.	7,588.
EQUINOR ASA	3,942.	4,539.
EQUITRANS MIDSTREAM CORPORATIO	8,072.	7,642.
EVERSOURCE ENERGYINC	2,115.	2,552.
EXPEDITORS INTL WASH INC	3,568.	4,993.
EXXON MOBIL CORP	8,206.	6,908.
F.N.B CORPORATION	4,092.	4,178.
FACEBOOK INC	13,943.	19,704.
FANUC LIMITED UNSPONSORED	5,024.	4,587.
FASTENAL COMPANY	4,324.	6,503.
FERGUSON PLC SPON ADR	5,854.	8,180.
FERRO CORP	1,406.	1,439.
FIDELITY NATIONAL INFORMATION	5,699.	5,981.
FIRST FINANCIAL BANCORP	3,149.	3,002.
FIRST HAWAIIAN INC	2,612.	2,770.
FIRST INTERSTATE BANCSYSTEM IN	2,029.	2,096.
FIRST MIDWEST BANCORP, INC	3,199.	3,367.
FLEXTRONICS INTERNATIONAL	1,558.	2,145.
FLOOR AND DECOR HOLDINGS	1,680.	3,201.
FOMENTO ECONOMICO MEXICANO	8,095.	8,600.
FUCHS PETROLUB SE	5,242.	5,250.
FULLER H B CO	3,171.	3,300.
GALP ENERGIA	6,329.	6,571.
GARTNER INC	3,534.	4,161.
GAZPROM PJSC SPON ADR EA REP 2	2,891.	5,162.
GENMAB A/S SPON	2,960.	3,238.
GLACIER BANCORP INC	3,600.	4,967.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GRAINGER W W INC	5,546.	8,124.
GREAT WESTERN BANCORP INC	4,178.	3,543.
H AND E EQUIPMENT SERVICES INC	1,465.	1,972.
HANCOCK WHITNEY CORPORATION	4,378.	4,432.
HANOVER INS GROUP	2,831.	4,100.
HD SUPPLY HLDGS INC	6,402.	6,556.
HDFC BANK LTD ADR	5,151.	7,478.
HELIX ENERGY SOLUTIONS GROUP I	1,363.	1,791.
HENGAN INTL GRP ADR	11,298.	9,617.
HIGHWOODS PRPTY INC	3,356.	3,326.
HITACHI LTD	5,623.	6,079.
HOME DEPOT INC	18,986.	27,953.
HONEYWELL INTL	20,318.	28,143.
HSBC HOLDINGS PLC	12,207.	12,196.
ICICI BK LTD ADS	4,766.	9,054.
IHS MARKIT LTD	12,018.	19,064.
ILLINOIS TOOL WORKS	7,491.	9,880.
INFINEON TECH ADS	17,202.	18,592.
INFORMA PLC SPONSORED ADR	4,750.	6,716.
INFOSYS TECH LTD SPD ADR	11,130.	13,891.
ISHARES BARCLAYS US AGGREGATE	332,453.	342,952.
ISHARES S&P SMALLCAP 600 GROWT	131,823.	147,875.
ISHARES TR S & P MIDCAP 400 IN	133,527.	160,951.
ITT INC	3,373.	6,208.
J & J SNACK FOODS CORP	2,133.	2,948.
JOHNSON & JOHNSON	21,758.	25,381.
JONES LANG LASALLE INC PROP TR	249,999.	249,999.
JP MORGAN CHASE	19,409.	31,365.
KAO CORP	8,991.	11,092.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
KASIKORNBANK PUB CO LTD ADR CM	6,098.	5,353.
KB HOME	2,161.	2,605.
KEMPER CORP	6,791.	6,510.
KIMBERLY CLARK	5,221.	4,955.
KINDER MORGAN INC	15,794.	18,418.
KIRBY CORPORATION	1,147.	1,432.
KITE RLTY GROUP TRUST	697.	723.
KNOLL INC	1,828.	2,046.
KNORR BREMSE ADR	2,845.	2,857.
KOC HOLDINGS AS UNSP/ADR	8,777.	8,065.
KOMATSU LTD	14,029.	12,958.
KONINKLIJKE DSM NV ADR	6,464.	7,638.
KOOKMIN BANK	12,144.	12,163.
KUBOTA CORPORATION	8,370.	8,690.
L'AIR LIQUIDE ADR OTC	8,589.	9,902.
L'OREAL ADR	9,597.	14,659.
LABORATORY CORP AMER HLDGS	6,991.	8,289.
LEGG MASON INC	2,075.	2,011.
LEXINGTON REALTY TRUST	2,363.	2,421.
LIBERTY BROADBAND CORPORATION	9,509.	13,833.
LIFE HEALTHCARE GR UNSPON ADR	6,939.	6,116.
LIFE STORAGE, INC	1,516.	2,166.
LINDE PLC COM	12,563.	16,819.
LOCKHEED MARTIN CORP	15,728.	22,584.
LONZA GROUP AG UNSP/ADR	12,914.	16,107.
LORD ABBETT INVESTMENT TRUST S	715,469.	700,494.
LOUISIANA PACIFIC CP	2,351.	2,848.
LYONDELLBASELL INDUSTRIES NV	7,124.	7,653.
MADDEN STEVEN LTD	1,052.	1,677.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MAIN STREET CAPITAL CORP	657.	733.
MAKITA CORP	6,559.	6,473.
MARKEL CORP	9,724.	11,432.
MARSH AND MCLENNAN COMPANIES I	10,067.	13,926.
MASTEC INC	4,346.	6,737.
MAXIM INTEGRATED PRODS INC	4,413.	6,028.
MAXLINEAR INC	1,551.	1,231.
MCCORMICK & CO	2,509.	4,074.
MCDONALD'S CORP	16,969.	20,749.
MEDTRONIC PLC	24,566.	33,581.
MERITAGE CORPORATION	1,318.	2,017.
MICROSOFT CORP	20,003.	48,256.
MOBILE TELSYS OJSC	5,431.	5,166.
MOHAWK INDS INC	6,469.	5,592.
MONDELEZ INTERNATIONAL INC	14,073.	15,643.
MONDI PLC ADR	6,923.	7,563.
MOWI ASA SPONSORED ADR	6,301.	6,666.
NBT BANCORP	2,171.	2,393.
NCR CP	2,626.	2,813.
NEDBANK GROUP LTD S/ADR	5,414.	5,144.
NESTLE S.A	16,266.	23,384.
NETEASE.COM INC COM STK	6,632.	9,199.
NETSCOUT SYSTEMS, INC	2,147.	1,396.
NEW MARKET CORP	4,532.	5,352.
NEXTERA ENERGY, INC	15,143.	28,333.
NINTENDO CO LTD ADR UNSPON	7,495.	7,585.
NORDEA BANK ABP	13,556.	9,687.
NOVARTIS AG ADR	14,020.	19,790.
NOVOZYMES A/S UNSP/ADR	5,243.	4,832.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
NUTANIX INC	2,007.	2,532.
NVIDIA CORP	4,784.	7,059.
O'REILLY AUTOMOTIVE INC	4,301.	10,518.
OASIS PETROLEUM CORP	2,990.	985.
OIL CO LUKOIL PJSC SPON ADR RE	14,274.	19,939.
OLIN CP	4,113.	2,450.
ON SEMICONDUCTOR	1,765.	2,950.
ONEOK INC	17,363.	22,625.
ORACLE CORP	6,619.	7,152.
OUTFRONT MEDIA INC	2,753.	3,594.
PALO ALTO NETWORKS INC	3,167.	6,475.
PATTERSON-UTI ENERGY INC	4,507.	2,363.
PAYCHEX	11,086.	16,161.
PEMBINA PIPELINE CORP CANADA	18,517.	19,012.
PEPSICO INC	17,017.	20,774.
PERFORMANCE FOOD GROUP COMPANY	1,714.	2,162.
PFIZER INC	8,930.	10,265.
PHILLIPS 66	6,708.	6,796.
PIMCO SHORT TERM FUND P	311,791.	309,251.
PING AN INSURANCE GROUP ADR	9,789.	10,448.
PIONEER NAT RES CO	5,384.	4,995.
PNC FINANCIAL GROUP INC	7,849.	9,099.
PRIMORIS SERVICES CORP	2,426.	2,335.
PROGRESSIVE CORP OHIO	6,926.	6,298.
PROLOGIS	3,490.	3,833.
PROSPERITY BANC SHARES, INC	2,250.	2,372.
PRUDENTIAL PLC SC	16,100.	14,588.
PT ASTRA INTL ADR	11,456.	8,901.
PT BK MANDIR PRS UNSP/ADR	9,763.	12,421.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
PT TELEKOM. IND. TBK ADR	8,114.	7,467.
QUALCOMM INC	5,115.	7,411.
REALTY INCOME CORP	8,066.	9,498.
RED ELECTRICA DE ESPANA SA	5,467.	5,397.
RELX PLC	11,692.	14,151.
REXNORD CORP	1,652.	1,827.
RIO TINTO PLC SPONSORED ADR	5,729.	5,461.
ROCHE HOLDING LTD ADR	16,708.	20,981.
ROSS STORES, INC	5,035.	8,499.
ROYAL DUTCH SHEL PLC SPONS ADR	7,435.	7,856.
ROYAL DUTCH SHELL CL A	14,411.	15,571.
RPT REALTY	1,713.	1,880.
RYANAIR HOLDINGS PLC-ADR COM	5,952.	6,045.
RYOHIN KEIKAKU	9,248.	8,908.
S&T BANCORP, INC.	1,217.	1,330.
SAFRAN SA - UNSPON ADR	12,450.	17,454.
SAIA, INC	699.	1,490.
SALESFORCE.COM	4,684.	4,717.
SAMPO PLC UNSPONSORED ADR	12,029.	11,063.
SANLAM LTD SPONSORED ADR (SOUT	3,708.	4,332.
SANOFI-AVENTIS SPONSORED ADR	14,036.	16,014.
SAP AKTIENGESELL ADS	31,466.	43,011.
SASOL LTD	4,669.	3,393.
SBERBANK SPONSORED ADR	8,700.	12,825.
SCHLUMBERGER LTD	13,573.	8,040.
SCHNEIDER ELEC UNSP/ADR	6,912.	7,242.
SCOTTS CO. CLASS A	1,697.	2,017.
SELECTIVE INS GROUP INC	2,601.	3,716.
SEMPRA ENERGY COM	11,710.	15,451.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SERVICE CP INTL	1,455.	2,163.
SGS SA UNSP ADR	5,694.	6,072.
SHIN-ETSU CHEMICAL C	7,226.	8,333.
SHINHAN FINL GROUP CO LTD	8,643.	8,185.
SHOPRITE HOLDINGS LTD	5,060.	3,242.
SIMON PPTY GROUP INC	12,401.	10,874.
SM ENERGY COMPANY	3,007.	1,562.
SONOVA HOLDING AG AD	6,615.	7,962.
SOUTH JERSEY INDS INC	2,128.	2,177.
SOUTHWEST GAS CP	2,970.	2,659.
SPECTRUM BRANDS HOLDINGS INC	1,716.	1,736.
SPIRIT REALTY CAPITAL, INC	2,493.	3,000.
SPLUNK INC	2,424.	6,141.
STANDARD BANK GROUP SPON ADR	4,324.	5,037.
STANDARD MOTOR PRODS	619.	692.
STARBUCKS CORP COM	9,967.	16,969.
STERIS PLC	700.	1,524.
STIFEL FINANCIAL CP	3,661.	4,670.
SUMITOMO MITSUI FINCL GRP	9,157.	9,640.
SUMMIT HOTEL PROPERTIES, INC	1,860.	1,505.
SUNCOR ENERGY INC	11,652.	11,513.
SUZUKI MOTOR CORP UNSP ADR	6,990.	5,836.
SYMRISE AG UNSPONSORED	5,372.	8,499.
SYSCO CORP	6,743.	8,041.
SYSMEX CORP UNSP ASDR	5,662.	6,290.
TAIWAN SEMICONDUCTOR MFG CO LT	23,866.	40,380.
TARGA RESOURCES CORP	27,233.	28,336.
TC ENERGY CORPORATION	10,744.	13,114.
TE CONNECTIVITY LTD	2,839.	3,642.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
TECH DATA CORP	1,280.	2,154.
TELENOR ASA	7,562.	8,203.
TENCENT HOLDINGS LIMITED	7,227.	7,970.
TERADYNE INC	2,214.	4,773.
TERNIUM S.A. ADS	6,340.	4,972.
TESCO PLC S ADR	8,724.	9,556.
TEXAS INSTRUMENTS INC	17,460.	28,224.
TEXAS ROADHOUSE, INC	1,369.	1,577.
THE COCA-COLA CO	4,791.	5,424.
THERMO FISHER SCIENTIFIC INC	4,893.	10,396.
TOWER SEMICONDCTOR LTD	2,402.	2,695.
TRUIST FINANCIAL CORPORATION	16,946.	21,965.
TTM TECHNOLOGIES INC	2,427.	2,649.
UBER	6,770.	5,086.
UMPQUA HOLDINGS CORPORATION	3,560.	3,629.
UNICHARM CORP - SPN ADR	10,327.	10,641.
UNIFIRST CP	2,057.	3,030.
UNILEVER N V N Y	6,890.	6,665.
UNILEVER PLC AMER	15,248.	17,094.
UNITED PARCEL SERVICE	8,161.	9,014.
UNITEDHEALTH GROUP INC	7,120.	12,641.
US BANCORP	10,478.	11,799.
VALARIS PLC	1,767.	774.
VALERO ENERGY CORP	4,819.	7,024.
VALLEY NATL BANCORP	3,345.	3,366.
VANGUARD FTSE DEVELOPED MARKET	405,400.	456,593.
VANGUARD FTSE EMERGING MARKETS	149,294.	166,896.
VANGUARD GROWTH ETF	390,288.	586,769.
VANGUARD VALUE ETF	253,993.	320,837.

ATTACHMENT 6 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
VESTAS WIND SYS UNSP/ADR	3,326.	4,175.
VIAVI SOLUTIONS INC	862.	1,290.
VINCI SA ADR	5,186.	7,184.
VISA INC	9,113.	18,038.
VISHAY INTERTECH	2,674.	3,534.
VIVENDI SA	11,695.	13,172.
VMWARE INC	3,697.	5,464.
VODACOM GROUP LIMITE	6,577.	4,976.
VOLKSWAGEN AG ADR	13,296.	14,784.
WALT DISNEY HOLDINGS CO	7,917.	10,124.
WASH REAL EST INV TR MARYLAND	1,334.	1,401.
WEBSTER FINL CORP	4,483.	4,909.
WEC ENERGY GROUP, INC	9,768.	14,849.
WEICHAI POWER CO LTD	9,469.	22,606.
WELLS FARGO & CO	4,414.	4,842.
WERNER ENTERPRISES INC	1,537.	2,111.
WESBANCO INC	2,186.	2,192.
WESCO INTL INC	1,588.	1,366.
WESTERN ALLIANCE BANCORPORATIO	2,889.	3,762.
WESTERN ASSET SMASH SERIES C F	75,064.	76,143.
WESTERN ASSET SMASH SERIES EC	196,581.	199,977.
WESTERN ASSET SMASH SERIES M F	226,885.	224,492.
WILLIAMS COS	44,724.	36,979.
WOLTERS KLUWER S/ADR	6,375.	11,213.
WOLVERINE WORLDWIDE	1,582.	1,788.
WPX ENERGY INC	2,152.	2,762.
YANDEX N V	4,558.	7,393.
ZOETIS INC	4,116.	10,323.
TOTALS	6,543,560.	7,486,595.

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
BANK AMER CORP - 4.125% - 01/2	20,157.	20,424.
CITIGROUP INC NOTE - 3.668% -	14,162.	14,926.
COMCAST CORP NOTE - 4.150% - 1	12,873.	13,516.
ENTERPRISE PRODUCTS OPERTATING	8,805.	10,573.
GE CAP CORP NTS - 5.875% - 01/	10,229.	9,724.
GOLDMAN SACHS GROUP INC - 4.00	13,610.	13,804.
JP MORGAN CHASE BANK - 4.203%	18,183.	20,038.
MICROSOFT CORP - 4.250% - 02/0	17,704.	19,527.
SHELL INT'L FINANCE - 2.875% -	15,030.	15,566.
VERIZON COMMUNICATIONS INC - 5	21,106.	21,062.
WELLS FARGO &CO MTN - 3.584% -	14,241.	14,883.
TOTALS	166,100.	174,043.

ATTACHMENT 8

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CRESTWOOD EQUITY PARTNERS LP	6,353.	6,411.
DCP MIDSTREAM LP	6,489.	7,445.
ENERGY TRANSFER LP	32,972.	40,273.
ENTERPRISE PRODUCTS PARTNERS L	24,481.	38,326.
MAGELLAN MIDSTREAM PARTNERS LP	20,938.	24,268.
MPLX LP	35,316.	36,662.
NOBLE MIDSTREAM PARTNERS LP	12,668.	14,422.
NUSTAR ENERGY L.P	2,618.	8,944.
PHILLIPS 66 PARTNERS LP	7,111.	13,314.
PLAINS ALL AMERICAN PIPELINE L	31,056.	31,097.
TC PIPELINES LP	9,782.	10,702.
WESTERN MIDSTREAM PARTNERS, LP	8,165.	7,640.
TOTALS	197,949.	239,504.

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						
2,108,267.		1,957,575.					150,692.	
		PASSTHROUGH K1 CAPITAL (LOSS)						
							-540.	
		SEC 751 GAIN ON SALE OF PTSHP RECLASS						
							-16,842.	
TOTAL GAIN(LOSS)							133,310.	

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

ATTACHMENT 9

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ALEX ARMKNECHT FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	JR. BOARD MEMBER 1.00	0.	0.	0.
CHARLOTTE ARMKNECHT FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	JR. BOARD MEMBER 1.00	0.	0.	0.
LEILA B ARMKNECHT FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	TRUSTEE 1.00	0.	0.	0.
RUSTIN ARMKNECHT FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	JR. BOARD MEMBER 1.00	0.	0.	0.
JESSICA BROWN FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	JR. BOARD MEMBER 1.00	0.	0.	0.
BENNETT A BROWN III FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	CO-CHAIRMAN, SEC 1.00	0.	0.	0.

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

ATTACHMENT 9 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
BENNETT A BROWN IV FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	JR. BOARD MEMBER 1.00	0.	0.	0.
BRICE D DIXON FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	JR. BOARD MEMBER 1.00	0.	0.	0.
CHARLOTTE BROWN DIXON FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	CHAIRMAN 1.00	0.	0.	0.
LAYNE A DIXON FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	JR. BOARD MEMBER 1.00	0.	0.	0.
KATHERINE B OHLHAUSEN FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	TRUSTEE 1.00	0.	0.	0.
MARSHALL OHLHAUSEN FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	JR. BOARD MEMBER 1.00	0.	0.	0.

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

ATTACHMENT 9 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
WALLIS OHLHAUSEN FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	JR. BOARD MEMBER 1.00	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

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

ATTACHMENT 10

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
MORGAN STANLEY 3280 PEACHTREE ROAD NE, STE 2000 ATLANTA, GA 30305	INVESTMENT MGT	61,214.
TOTAL COMPENSATION		61,214.

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

ATTACHMENT 11

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ATLANTA BELTLINE PARTNERSHIP INC 112 KROG ST NE STE 14 ATLANTA, GA 30307	N/A PC	ATLANTA BELTLINE PARTNERSHIP ANNUAL FUND	7,000
ATLANTA CHARITY CLAYS INC PO BOX 52686 ATLANTA, GA 30355	N/A PC	GENERAL & UNRESTRICTED	10,000
BEST FRIENDS ANIMAL SOCIETY 5001 ANGEL CANYON RD KANAB, UT 84741	N/A PC	GENERAL & UNRESTRICTED	1,000
BOOKS FOR KEEPS PO BOX 49761 ATHENS, GA 30604	N/A PC	GENERAL & UNRESTRICTED	1,000
BOY SCOUTS OF AMERICA 1800 CIR 75 PKWY SE ATLANTA, GA 30339	N/A PC	BERT ADAMS TEACHING & SAFETY SHOOTING SHELTER	5,000
BROOKGREEN GARDENS PO BOX 3368 PAWLEYS ISLAND, SC 29585	N/A PC	THE MARY ALICE AND BENNETT A BROWN FOUNDATION COURT SCULPTURE PEDESTAL REPAIR PROJECT AND PAINTING PROJECT - NORTH GALLERY	18,000

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

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHILDRENS HEALTHCARE OF ATLANTA INC - CHILDRENS HE 3395 NE EXPY STE 100 ATLANTA, GA 30341	N/A PC	GENERAL & UNRESTRICTED	6,000
CIRCLES OF WEST GEORGIA INC 306B BRADLEY ST CARROLLTON, GA 30117	N/A PC	GENERAL & UNRESTRICTED	1,000
COMMUNITY FOUNDATION OF WEST GEORGIA INC 807 S PARK ST CARROLLTON, GA 30117	N/A PC	CARROLLTON GREENBELT - HOBBS FARM FIT STATION PROJECT	35,000
CRISTO REY ATLANTA JESUIT HIGH SCHOOL INC 222 PIEDMONT AVE NE ATLANTA, GA 30308	N/A PC	STUDENT SCHOLARSHIP FUND AND ADVANCED PLACEMENT TESTING FUND	25,000
EMORY UNIVERSITY 1440 CLIFTON RD, NE, STE 112 ATLANTA, GA 30322	N/A PC	ARTS IN HEALTH PROGRAM	6,000
FREE BIKES 4 KIDZ OF ATLANTA CO PO BOX 8446 ATLANTA, GA 31106	N/A PC	FB4K ATLANTA KEY PERSONNEL FUND	20,000

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

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GEORGE WEST MENTAL HEALTH FOUNDATION INC 1961 N DRUID HILLS RD NE BROOKHAVEN, GA 30329	N/A PC	SKYLAND TRAIL ADOLESCENT TREATMENT PROGRAM	20,000
GEORGIA JUSTICE PROJECT INC 438 EDGEWOOD AVE SE ATLANTA, GA 30312	N/A PC	BACK TO SCHOOL INITIATIVE 2019	7,000
GEORGIA NATURAL RESOURCES FOUNDATION INC 2 MARTIN LUTHER KING JR DR SE STE 1 ATLANTA, GA 30334	N/A PC	CARROLL COUNTY OUTDOOR DAY CAMP FUND	6,000
GEORGIA STATE UNIVERSITY FOUNDATION INC PO BOX 2668 ATLANTA, GA 30301	N/A PC	BENNETT A BROWN SCHOLARSHIP FUND	25,000
GIRLS ON THE RUN UTAH INC 1401 MILITARY WAY SALT LAKE CTY, UT 84103	N/A PC	GIRLS ON THE RUN SPRING PROGRAM 2019	12,000
KIPP METRO ATLANTA COLLABORATIVE INC 504 FAIR ST SW STE 300 ATLANTA, GA 30313	N/A PC	KIPP THROUGH COLLEGE PROGRAM	30,000

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

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MIDLANDS HOUSING ALLIANCE INC 2025 MAIN ST COLUMBIA, SC 29201	N/A PC	GENERAL & UNRESTRICTED	1,000
NATIONAL OUTDOOR LEADERSHIP SCHOOL 284 LINCOLN ST LANDER, WY 82520	N/A PC	GENERAL & UNRESTRICTED	1,000
NEW MINISTRIES INC 8010 E MORGAN TRL STE 7 SCOTTSDALE, AZ 85258	N/A PC	GENERAL & UNRESTRICTED	10,000
OUR CHILDRENS TRUST PO BOX 5181 EUGENE, OR 97405	N/A PC	GENERAL & UNRESTRICTED	1,000
PACE ACADEMY INC 966 W PACES FERRY RD NW ATLANTA, GA 30327	N/A PC	KEEPING PACE	9,000
PLAYWORKS EDUCATION ENERGIZED 638 3RD ST OAKLAND, CA 94607	N/A PC	PLAYWORKS GEORGIA EXPANSION'	15,000

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

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PLAYWORKS EDUCATION ENERGIZED 445 E 4500 S STE 200 SALT LAKE CITY, UT 84107	N/A PC	POWERED BY PLAYWORKS	10,000
RESILIENCE 180 N MICHIGAN AVE , STE 600 CHICAGO, IL 60601	N/A PC	GENERAL & UNRESTRICTED	1,000
SAFE HARBOR FOUNDATION 68 S MAIN ST 8TH FL SALT LAKE CITY, UT 84101	N/A PC	CHILDREN & TEEN PROGRAMMING	2,000
SOUTH END ULTIMATE PROGRAM 3801 BEACON AVE S SEATTLE, WA 98108	N/A PC	GENERAL & UNRESTRICTED	1,000
SPECIAL OLYMPICS GEORGIA INC 6046 FINANCIAL DR NORCROSS, GA 30071	N/A PC	SUMMER GAMES	8,000
THE HENRY W GRADY HEALTH SYSTEM FOUNDATION INC 191 PEACHTREE ST NE STE 820 ATLANTA, GA 30303	N/A PC	GRADY'S BURN CENTER - CARING FOR PEDIATRIC PATIENTS	25,000

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

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WELLSTAR FOUNDATION INC 805 SANDY PLAINS RD STE 100 MARIETTA, GA 30066	N/A PC	WELLSTAR DOUGLAS PEDIATFIC EMERGENCY DEPARTMENT	6,000
WOODWARD ACADEMY INC 1662 RUGBY AVE COLLEGE PARK, GA 30337	N/A PC	THE MARY ALICE AND BENNETT BROWN ENDOWMENT FUND	10,000
		TOTAL CONTRIBUTIONS PAID	335,000

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

ATTACHMENT 12

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
K-1 INC/LOSS	525990	-25,010.	14	-218.	
SEC 751 GAIN ON SALE OF PTSHP	525990	16,842.			
TOTALS		-8,168.		-218.	