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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. 1545-0052

2019

Open to Public Inspection

For calendar year 2019, or tax year beginning 12-01-2019, and ending 11-30-2020

Name of foundation
E NEWBOLD & MARGARET DUPONT SMITH F
FOUNDATION (DBA THORNEGE FDN)

Number and street (or P.O. box number if mail is not delivered to street address)
125 STRAFFORD AVE STE 380

City or town, state or province, country, and ZIP or foreign postal code
WAYNE, PA 19087

G Check all that apply:

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

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

\$ 35,867,874

J Accounting method:

☒ Cash

☐ Accrual

☐ Other (specify)

(Part I, column (d) must be on cash basis.)

A Employer identification number

51-6015711

B Telephone number (see instructions)

(610) 647-5577

C If exemption application is pending, check here

☐

D 1. Foreign organizations, check here.....

☐

2. Foreign organizations meeting the 85% test, check here and attach computation ...

☐

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

☐

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

☐

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	412,941		
	2 Check ☐ if the foundation is not required to attach Sch. B			
	3 Interest on savings and temporary cash investments	539	539	
	4 Dividends and interest from securities	800,426	800,426	
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10	-6,721		
	b Gross sales price for all assets on line 6a	452,110		
	7 Capital gain net income (from Part IV, line 2)			
	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)				
12 Total. Add lines 1 through 11	1,207,185	800,965		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.			
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees (attach schedule)			
	b Accounting fees (attach schedule)	3,000	3,000	
	c Other professional fees (attach schedule)			
	17 Interest			
	18 Taxes (attach schedule) (see instructions)	15,449	15,449	
	19 Depreciation (attach schedule) and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings			
	22 Printing and publications			
	23 Other expenses (attach schedule)	87,360	87,360	
	24 Total operating and administrative expenses. Add lines 13 through 23	105,809	105,809	0
25 Contributions, gifts, grants paid	1,610,400		1,610,400	
26 Total expenses and disbursements. Add lines 24 and 25	1,716,209	105,809	1,610,400	
	27 Subtract line 26 from line 12:			
	a Excess of revenue over expenses and disbursements	-509,024		
	b Net investment income (if negative, enter -0-)		695,156	
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

Cat. No. 11289X

Form 990-PF (2019)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	253,608	203,415	203,415
	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)	12,861,467	12,402,636	35,664,459
	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)			
	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)	13,115,075	12,606,051	35,867,874	
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	
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	13,115,075	12,606,051	
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
29 Total net assets or fund balances (see instructions)	13,115,075	12,606,051		
30 Total liabilities and net assets/fund balances (see instructions) .	13,115,075	12,606,051		

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	13,115,075
2 Enter amount from Part I, line 27a	2	-509,024
3 Other increases not included in line 2 (itemize) ▶ _____	3	
4 Add lines 1, 2, and 3	4	12,606,051
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	12,606,051

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	1,658,415	32,289,426	0.051361
2017	1,451,885	33,720,738	0.043056
2016	1,387,050	30,953,965	0.044810
2015	1,335,121	26,275,180	0.050813
2014	1,307,938	26,996,732	0.048448
2 Total of line 1, column (d)			2 0.238488
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 0.047698
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5			4 31,501,236
5 Multiply line 4 by line 3			5 1,502,546
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 6,952
7 Add lines 5 and 6			7 1,509,498
8 Enter qualifying distributions from Part XII, line 4			8 1,610,400

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	6,952
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	6,952
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	6,952
6	Credits/Payments:		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	11,610
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	11,610
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	4,658
11	Enter the amount of line 10 to be: Credited to 2020 estimated tax ▶ 4,658 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?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (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? <i>If "Yes," attach a detailed description of the activities.</i>		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ DE _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the taxable year beginning in 2019? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	Yes	
14	The books are in care of ► <u>MICHELLE HUGHES</u> Telephone no. ► <u>(610) 647-5577</u>			

Located at ► 125 STRAFFORD AVE STE 380 WAYNE PAZIP+4 ► 19087

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here	☐		
	and enter the amount of tax-exempt interest received or accrued during the year	► 15		
16	At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ►			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

		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	
	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	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2019, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019? ☐ Yes ☒ No		
	If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2019 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2019.)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019?	4b	No

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

		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
c	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	
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>		
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
	<i>If "Yes" to 6b, file Form 8870.</i>		No
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 during the year?	☐ Yes ☒ No	

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

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ELEUTHERA S GRASSI 125 STRAFFORD AVE STE 380 WAYNE, PA 19087	PRESIDENT, C 000.00	0	0	0
HENRY B DUPONT SMITH 125 STRAFFORD AVE STE 380 WAYNE, PA 19087	VICE PRESIDE 000.00	0	0	0
MICHELLE HUGHES 125 STRAFFORD AVE STE 380 WAYNE, PA 19087	TREASURER, S 000.00	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
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 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities.	1a	31,182,126
b	Average of monthly cash balances.	1b	798,824
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	31,980,950
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	31,980,950
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	479,714
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	31,501,236
6	Minimum investment return. Enter 5% of line 5.	6	1,575,062

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	1,575,062
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	6,952
b	Income tax for 2019. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	6,952
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,568,110
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,568,110
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	1,568,110

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	1,610,400
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	1,610,400
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	6,952
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,603,448

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				1,568,110
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only.			1,606,507	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2019:				
a From 2014.				
b From 2015.				
c From 2016.				
d From 2017.				
e From 2018.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2019 from Part XII, line 4: ► \$ <u>1,610,400</u>				
a Applied to 2018, but not more than line 2a			1,606,507	
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.				3,893
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2019. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b. Taxable amount—see instructions.				
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount—see instructions.				
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020.				1,564,217
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.				
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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling. ▶																																																		
b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)																																																		
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 15%;">Tax year</th> <th colspan="3">Prior 3 years</th> <th rowspan="2">(e) Total</th> </tr> <tr> <th>(a) 2019</th> <th>(b) 2018</th> <th>(c) 2017</th> <th>(d) 2016</th> </tr> </thead> <tbody> <tr><td></td><td></td><td></td><td></td><td></td></tr> <tr><td></td><td></td><td></td><td></td><td></td></tr> <tr><td></td><td></td><td></td><td></td><td></td></tr> <tr><td></td><td></td><td></td><td></td><td></td></tr> <tr><td></td><td></td><td></td><td></td><td></td></tr> <tr><td></td><td></td><td></td><td></td><td></td></tr> <tr><td></td><td></td><td></td><td></td><td></td></tr> <tr><td></td><td></td><td></td><td></td><td></td></tr> </tbody> </table>	Tax year	Prior 3 years			(e) Total	(a) 2019	(b) 2018	(c) 2017	(d) 2016																																								
Tax year		Prior 3 years			(e) Total																																													
(a) 2019		(b) 2018	(c) 2017	(d) 2016																																														
b 85% of line 2a																																																		
c Qualifying distributions from Part XII, line 4 for each year listed																																																		
d Amounts included in line 2c not used directly for active conduct of exempt activities																																																		
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c																																																		
3 Complete 3a, b, or c for the alternative test relied upon:																																																		
a "Assets" alternative test—enter:																																																		
(1) Value of all assets																																																		
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)																																																		
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.																																																		
c "Support" alternative test—enter:																																																		
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)																																																		
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).																																																		
(3) Largest amount of support from an exempt organization																																																		
(4) Gross investment income																																																		

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

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

HENRY B DUPONT SMITH
125 STRAFFORD AVE STE 380
WAYNE, PA 19087
(610) 647-5577

b The form in which applications should be submitted and information and materials they should include:
ONE-PAGE LETTER DESCRIBING REASON FOR THE GRANT ALONG WITH FINANCIAL STATEMENTS. ALSO INCLUDE A COPY OF IRS EXEMPTION APPROVAL.

c Any submission deadlines:
NONE

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

GREATER PHILADELPHIA AREA AND BOARD APPROVAL OF THE APPLICATIONS

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	1,610,400
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated.

[illegible]

Part XVII

	Yes	No
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1a(1)	No
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1a(2)	No
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1b(1)	No
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1b(2)		No
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1b(3)	No
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1b(4)	No
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1b(5)	No
-------	----

1b(6)	No
-------	----

1c	No
----	----

value
ue

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations

described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

Sign Here 	*****	2021-10-11	*****	May the IRS discuss this return with the preparer shown below (see instr.) ☐ Yes ☐ No
	_____ Signature of officer or trustee	_____ Date	_____ Title	

Paid Preparer Use Only	RICHARD GIORDANO CPA		2021-10-11		
	Firm's name ► FISCHER CUNNANE & ASSOCIATES LTD				Firm's EIN ► 23-3060583
	Firm's address ► 11 TURNER LN WEST CHESTER, PA 193804805				Phone no. (610) 431-1003

May the IRS discuss this return with the preparer shown below

(see instr.) ☐ Yes ☐ No

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AGNES IRWIN SCHOOL 275 S ITHAN AVE BRYN MAWR, PA 19010	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	5,000
AIM ACADEMY1200 RIVER RD CONSHOHOCKEN, PA 19428	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	25,000
ALS ASSOCIATION 321 NORRISTOWN RD AMBLER, PA 19002	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	2,000
Total ▶ 3a				1,610,400

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ANDALUSIA FOUNDATION PO BOX 158 ANDALUSIA, PA 19020	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	27,400
ARDMORE FOOD PANTRY 36 ARDMORE AVE ARDMORE, PA 19003	N/A	OPERATING	SUPPORT CHARITABLE PURPOSES	1,000
AVON OLD FARMS SCHOOL 500 OLD FARMS RD AVON, CT 06001	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	75,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BARNES FOUNDATION 2025 BENJAMIN FRANKLIN PK PHILADELPHIA, PA 19130	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	5,000
BEATRIX FARRAND GARDEN ASSOCIATION 4097 ALBANY POST RD HYDE PARK, NY 12538	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	5,000
BEAUTIFUL SAVIOR LUTHERAN CHURCH 1337 W 11TH ST TEMPE, AZ 85281	N/A	OPERATING	FURTHER RELIGIOUS PURPOSES	8,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BOYS & GIRLS CLUB OF PALM BEACH 800 NORTHPOINT PARKWAY SUITE 204 WEST PALM BEACH, FL 33407	N/A	OPERATING	SUPPORT EDUCATIONAL PURPOSES	10,000
CHRIST CHURCH GEORGETOWN 3116 O STREET NW WASHINGTON, DC 20007	N/A	OPERATING	FURTHER RELIGIOUS PURPOSES	5,000
CHURCH OF THE REDEEMER 230 PENNSWOOD RD BRYN MAWR, PA 19010	N/A	OPERATING	FURTHER RELIGIOUS PURPOSES	25,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COMFORT CASES 12154 DARNESTOWN RD 305 GAITHERSBURG, MD 20878	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	500
COMMEMORATIVE AIR FORCE PO BOX 764769 DALLAS, TX 75376	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	30,000
COMMUNITY CLOTHES CHARITY PO BOX 153 WAYNE, PA 19087	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	1,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DEERFIELD ACADEMY7 BOYDEN RD DEERFIELD, MA 01342	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	25,000
DUPONT DE NEMOURS CEMETARY CO PO BOX 243 MONTCHANIN, DE 19719	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	4,000
EASTTOWN LIBRARY FOUNDATION 720 FIRST AVENUE BERWYN, PA 19312	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	1,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ELEPHANT SANCTUARYPO BOX 393 HOHANWALD, TN 38462	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	1,000
ELEUTHERIAN MILLS ENDOWMENT FD PO BOX 3630 WILMINGTON, DE 198070630	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	4,000
EPISCOPAL HIGH SCHOOL 1200 NORTH QUAKER LN ALEXANDRIA, VA 22302	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	1,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FOXCROFT SCHOOLPO BOX 5555 MIDDLEBURG, VA 20118	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	17,000
FRIENDS OF ACADIAPPO BOX 45 BAR HARBOR, ME 04609	N/A	OPERATING	FURTHER CONSERVATIONAL PURPOSES	20,000
GILMAN SCHOOLPO BOX 17216 BALTIMORE, MD 212988527	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	1,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
GRACE EPISCOPAL DAY SCHOOL 9411 CONNECTICUT AVE KENSINGTON, MD 20895	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	8,000
HAGLEY MUSEUM & LIBRARY PO BOX 3630 WILMINGTON, DE 19807	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	4,000
HANLEY FOUNDATION 700 S DIXIE HIGHWAY SUITE 103 WEST PALM BEACH, FL 33401	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	5,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HAVERFORD COLLEGE 370 LANCASTER AVENUE HAVERFORD, PA 19041	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	1,000
HISTORIC PRESRV & EDUC FUND OF RCOP 215 S 16TH ST PHILADELPHIA, PA 19102	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	10,000
HISTORICAL SOCIETY OF PALM BEACH PO BOX 4364 WEST PALM BEACH, FL 33402	N/A	OPERATING	SUPPORT CHARITABLE PURPOSES	1,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HOME OF THE SPARROW 969 SWEDESFORD RD EXTON, PA 19341	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	4,000
ISLAND HOUSING TRUSTPO BOX 851 MOUNT DESERT, ME 04660	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	4,000
JACKSON LABORATORY600 MAIN ST BAR HARBOR, ME 04609	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	5,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KIEVE-WAVUS ANNUAL FUND PO BOX 169 NOBLEBORO, ME 045550169	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	4,000
LAND AND GARDEN CONSERVANCY PO BOX 208 SEAL HARBOR, ME 04675	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	10,000
LANKENAU MEDICAL CENTER 100 E LANCASTER AVE MOB EAST STE 564 WYNNEWOOD, PA 19096	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	10,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LITTLE FOLKS SCHOOL3247 Q ST NW WASHINGTON, DC 20007	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	2,000
LUTHERAN BRAILLE WORKERS 13471 CALIFORNIA ST YUCAIPA, CA 92399	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	3,000
MAINE COAST HERITAGE TRUST PO BOX 426 NORTHEAST HARBOR, ME 04662	N/A	OPERATING	FURTHER CONSERVATIONAL PURPOSES	13,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MAINE MARITIME ACADEMY DEV OFFICE PLEASANT ST CASTLINE, ME 04420	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	5,000
MARET SCHOOL 3000 CATHEDRAL AVE NW WASHINGTON, DC 200083498	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	2,000
MATTIE N DIXON COMMUNITY CUPBOARD 150 N MAIN ST AMBLER, PA 19002	N/A	OPERATING	SUPPORT CHARITABLE PURPOSES	1,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MDI BIOLOGICAL LABORATORY 159 OLD BAR HARBOR RD BAR HARBOR, ME 04609	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	1,000
METROPOLITAN CLUB1700 H ST NW WASHINGTON, DC 20006	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	3,000
MGH LEADERSHIP COUNCIL 125 NASHUA ST SUITE 540 BOSTON, MA 02114	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	10,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MIDDLEBURG SPRING RACE ASSOC PO BOX 1173 MIDDLEBURG, VA 20118	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	5,000
MILL REEF FUND 140 BROADWAY 5TH FLOOR NEW YORK, NY 100051101	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	1,000
MILLBROOK SCHOOL 131 MILLBROOK SCHOOL RD MILLBROOK, NY 12545	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	5,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MOUNT DESERT ISLAND HISTORICAL SOC PO BOX 653 SOUND DR MOUNT DESERT, ME 04660	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	3,000
MOUNT DESERT ISLAND HOSPITAL 10 WAYMAN LN BAR HARBOR, ME 04609	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	5,000
MOUNT DESERT LAND & GARDEN PRESERVE PO BOX 208 SEAL HARBOR, ME 04675	N/A	OPERATING	FURTHER CONSERVATIONAL PURPOSES	2,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MOUNT DESERT NURSING ASSOCIATION PO BOX 397 NORTHEAST HARBOR, ME 04662	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	5,000
NATIONAL GALLERY OF ART 2000B S CLUB DR LANDOVER, MD 20785	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	10,000
NATIONAL OUTDOOR LEADERSHIP 284 LINCOLN ST LANDER, WY 82520	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	1,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NAVY SEAL FOUNDATION1619 D ST VIRGINIA BEACH, VA 23459	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	30,000
NEIGHBORHOOD HOUSEPO BOX 332 NORTHEAST HARBOR, ME 04662	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	8,000
NORTHEAST HARBOR AMBULANCE SERVICE PO BOX 122 NORTHEAST HARBOR, ME 04662	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	1,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NORTHEAST HARBOR LIBRARY PO BOX 279 NORTHEAST HARBOR, ME 04662	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	8,000
NORTHEAST HARBOR SAILING SCHOOL PO BOX 12 NORTHEAST HARBOR, ME 04662	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	3,000
NURTURING MINDS PO BOX 144 VALLEY FORGE, PA 19481	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	5,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
PA ACADEMY OF THE FINE ARTS 118 N BROAD ST PHILADELPHIA, PA 19102	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	85,000
PAOLI FIRE COMPANY69 DARBY RD PAOLI, PA 19301	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	500
PAOLI HOSPITAL FOUNDATION 255 W LANCASTER AVE MOB 3 SUITE 231 PAOLI, PA 19301	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	5,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PEGGY ADAMS ANIMAL RESCUE 3100-3200 N MILITARY TRL WEST PALM BEACH, FL 33409	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	10,000
PENNSYLVANIA BALLET ASSOCIATION 100 S BROAD STREET SUITE 2226 PHILADELPHIA, PA 19110	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	2,000
PETER'S PLACE 336 KING OF PRUSSIA RD RADNOR, PA 19087	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	5,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PHILABUNDANCE3616 S GALLOWAY ST PHILADELPHIA, PA 19148	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	1,000
PHILADELPHIA FUTURES 123 SOUTH BROAD STREET SUITE 850 PHILADELPHIA, PA 19109	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	5,000
RENBROOK SCHOOL2865 ALBANY AVE WEST HARTFORD, CT 06117	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	75,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ROCKEND ART BARNPO BOX 1093 NORTHEAST HARBOR, ME 04662	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	2,000
SAFE HARBOR20 N MATLACK ST WEST CHESTER, PA 19380	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	2,000
SIBLEY FOUNDATION 5255 LOUGHBORO RD NW WASHINGTON, DC 20016	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	2,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ST JAMES SCHOOL17641 COLLEGE RD ST JAMES, MD 21781	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	220,000
STEPPINGSTONE SCHOLARS 1301 CECIL B MOORE AVE PHILADELPHIA, PA 19122	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	6,000
SUMMER RESIDENTS ASSOCIATION PO BOX 142 NORTHEAST HARBOR, ME 04662	N/A	OPERATING	COVID RELIEF FUND	10,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
T&E CAREPO BOX 2111 SOUTHEASTERN, PA 19399	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	2,000
TEACH FOR AMERICA 1714 MEMPHIS ST STE C1 PHILADELPHIA, PA 19125	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	10,000
THE EVERGLADES FOUNDATION 18001 OLD CUTLER RD SUITE 625 PALMETTO BAY, FL 33157	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	14,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE HAVERFORD SCHOOL 450 LANCASTER AVE HAVERFORD, PA 19041	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	5,000
TRUSTEES OF THE UNIVERSITY OF PENN 3535 MARKET STREET SUITE 750 PHILADELPHIA, PA 19104	N/A	OPERATING	SUPPORT EDUCATIONAL PURPOSES	50,000
UNC LACROSSE344 RIDGE RD CHAPEL HILL, NC 27515	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	4,000
Total ▶ 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNIVERSITY OF THE SOUTH (SEWANEE) 735 UNIVERSITY AVE SEWANEE, TN 37383	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	5,000
US COURT TENNIS PRESERVATION FDN PO BOX 232 NEWPORT, RI 02840	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	402,000
VALIANT AIR COMMAND Warbird Museum 6600 Tico Rd Titusville, FL 327808009	N/A	OPERATING	FURTHER CHARITABLE PURPOSES	30,000
Total ▶ 3a				1,610,400

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
VILLANOVA UNIVERSITY 800 LANCASTER AVE VILLANOVA, PA 19085	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	1,000
VOX AMA DEUSPO BOX 203 GLADWYNE, PA 19035	N/A	OPERATING	FURTHER RELIGIOUS PURPOSES	150,000
WADSWORTH PRESERVATION FD 1801 MASSACHUSETTS AVE WASHINGTON, DC 20036	N/A	OPERATING	FURTHER CONSERVATIONAL PURPOSES	4,000
Total ► 3a				1,610,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WOODBERRY FOREST SCHOOL 898 WOODBERRY FOREST RD WOODBERRY FOREST, VA 22989	N/A	OPERATING	FURTHER EDUCATIONAL PURPOSES	6,000
Total  3a				1,610,400

TY 2019 Accounting Fees Schedule

Name: E NEWBOLD & MARGARET DUPONT SMITH F
FOUNDATION (DBA THORNEDGE FDN)

EIN: 51-6015711

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	3,000	3,000		

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2019 Gain/Loss from Sale of Other Assets Schedule

Name: E NEWBOLD & MARGARET DUPONT SMITH F
FOUNDATION (DBA THORNEDGE FDN)

EIN: 51-6015711

Gain Loss Sale Other Assets Schedule

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
CARRIER GLOBAL CORP - 2,300 SHS	2008-10	PURCHASE	2020-06		49,531	20,904			28,627	
OTIS WORLDWIDE CORP - 1,150 SHS	2008-10	PURCHASE	2020-06		65,601	31,342			34,259	
ALCON INC - 80 SHS	2005-04	PURCHASE	2020-06		4,892	2,293			2,599	
ALCON INC - 120 SHS	2005-04	PURCHASE	2020-06		7,339	3,442			3,897	
ALCON INC - 300 SHS	2005-02	PURCHASE	2020-06		18,346	9,056			9,290	
EXXON MOBIL CORP - 2,000 SHS	2002-01	PURCHASE	2020-06		93,216	78,020			15,196	
EXXON MOBIL CORP - 500 SHS	2006-01	PURCHASE	2020-06		23,304	31,685			-8,381	
EXXON MOBIL CORP - 2,500 SHS	2015-09	PURCHASE	2020-06		116,520	182,541			-66,021	
EXXON MOBIL CORP - 526 SHS	2018-12	PURCHASE	2020-06		72,919	99,548			-26,629	
CLASS ACTION SETTLEMENTS		PURCHASE			442				442	

TY 2019 Investments Corporate Stock Schedule

Name: E NEWBOLD & MARGARET DUPONT SMITH F
FOUNDATION (DBA THORNEDGE FDN)

EIN: 51-6015711

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HAVERFORD TRUST	12,402,636	35,664,459

TY 2019 Other Expenses Schedule

Name: E NEWBOLD & MARGARET DUPONT SMITH F
FOUNDATION (DBA THORNEDGE FDN)

EIN: 51-6015711

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INVESTMENT FEES	77,360	77,360		
ADMINISTRATIVE FEES	10,000	10,000		

TY 2019 Taxes Schedule

Name: E NEWBOLD & MARGARET DUPONT SMITH F
FOUNDATION (DBA THORNEDGE FDN)

EIN: 51-6015711

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DE TAXES	228	228		
FEDERAL TAXES	15,221	15,221		

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Go to <u>www.irs.gov/Form990</u> for the latest information.	OMB No. 1545-0047 2019
	Name of the organization E NEWBOLD & MARGARET DUPONT SMITH F FOUNDATION (DBA THORNEIDGE FDN)	Employer identification number 51-6015711

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 other 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 33¹/₃% 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 990PF, 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
E NEWBOLD & MARGARET DUPONT SMITH F
FOUNDATION (DBA THORNEDGE FDN)

Employer identification number
51-6015711

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	MARGARET D SMITH CLAT 125 STRAFFORD AVE STE 380 WAYNE, PA 19087	\$ 412,941	☒ 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.)
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)

Name of organization E NEWBOLD & MARGARET DUPONT SMITH F FOUNDATION (DBA THORNEDGE FDN)	Employer identification number 51-6015711
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Part II Noncash Property			
(a) No. from Part I	(b) Description of noncash property given (see instructions). Use duplicate copies of Part II if additional space is needed.	(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
-	_____ _____ _____	_____ \$	_____
(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
-	_____ _____ _____	_____ \$	_____

51-6015711

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	
	_____	_____	
	_____	_____	
	_____	_____	
(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	
	_____	_____	
	_____	_____	
	_____	_____	