

C&E
927

Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2017

Department of the Treasury
Internal Revenue Service

▶ 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.

Open to Public Inspection

For calendar year 2017 or tax year beginning , and ending

Name of foundation
DIANA DAVIS SPENCER FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address) Room/suite
3 BETHESDA METRO CENTER 118

City or town, state or province, country, and ZIP or foreign postal code
BETHESDA, MD 20814

A Employer identification number
20-3672969

B Telephone number
(301) 961-4000

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

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

J Accounting method
 Cash
 Accrual
 Other (specify)

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
 ▶ \$ **1,428,201,614.** (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		54,314.	54,314.		
4 Dividends and interest from securities		21,918,586.	22,574,221.		
5a Gross rents			11.		
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		9,818,782.			
b Gross sales price for all assets on line 6a		432,835,184.			
7 Capital gain net income (from Part IV, line 2)			8,280,958.		
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)					
11 Other income		0.	120,324.		STATEMENT 1
12 Total Add lines 1 through 11		31,791,682.	31,029,828.		
13 Compensation of officers, directors, trustees, etc		1,997,496.	946,404.		946,404.
14 Other employee salaries and wages		550,944.	268,230.		268,230.
15 Pension plans, employee benefits		475,828.	237,583.		237,583.
16a Legal fees STMT 2		609,036.	60,904.		586,471.
b Accounting fees STMT 3		248,292.	138,714.		138,714.
c Other professional fees STMT 4		3,557,472.	3,396,994.		312,748.
17 Interest					
18 Taxes STMT 5		1,913,999.	70,628.		55,623.
19 Depreciation and depletion		39,533.	0.		
20 Occupancy		202,440.	0.		178,253.
21 Travel, conferences, and meetings		121,047.	0.		114,479.
22 Printing and publications		4,857.	0.		4,857.
23 Other expenses STMT 6		249,144.	1,466,628.		201,557.
24 Total operating and administrative expenses. Add lines 13 through 23		9,970,088.	6,586,085.		3,044,919.
25 Contributions, gifts, grants paid		30,764,738.			31,872,180.
26 Total expenses and disbursements Add lines 24 and 25		40,734,826.	6,586,085.		34,917,099.
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements		-8,943,144.			
b Net investment income (if negative, enter -0-)			24,443,743.		
c Adjusted net income (if negative, enter -0-)				N/A	

RECEIVED
NOV 19 2018
OGDEN, UT

SCANNED FEB 19 2019 Revenue

LR

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		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		117,401,626.	126,342,839.	126,342,839.	
	3	Accounts receivable ▶					
		Less: allowance for doubtful accounts ▶		32,223.			
	4	Pledges receivable ▶					
		Less: allowance for doubtful accounts ▶					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons					
	7	Other notes and loans receivable ▶					
		Less: allowance for doubtful accounts ▶					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges		1,668,802.	1,751,484.	1,751,484.	
	10a	Investments - U.S. and state government obligations	STMT 8	384,537,961.	389,610,269.	389,610,269.	
	b	Investments - corporate stock	STMT 9	293,349,653.	357,080,909.	357,080,909.	
	c	Investments - corporate bonds	STMT 10	258,836,699.	262,889,417.	262,889,417.	
	11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶						
12	Investments - mortgage loans						
13	Investments - other	STMT 11	243,677,169.	289,089,799.	289,089,799.		
14	Land, buildings, and equipment basis ▶	1,557,810.					
	Less: accumulated depreciation ▶	STMT 12	147,942.	67,568.	1,409,868.	1,409,868.	
15	Other assets (describe ▶)	STATEMENT 13	53,925,664.	27,029.	27,029.		
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		1,353,497,365.	1,428,201,614.	1,428,201,614.		
Liabilities	17	Accounts payable and accrued expenses		460,166.	336,217.		
	18	Grants payable		56,201,571.	55,094,129.		
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable					
	22	Other liabilities (describe ▶)	STATEMENT 14	78,759.	1,621,232.		
23	Total liabilities (add lines 17 through 22)		56,740,496.	57,051,578.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>		and complete lines 24 through 26, and lines 30 and 31.				
	24	Unrestricted		1,242,860,108.	1,371,150,036.		
	25	Temporarily restricted		53,896,761.	0.		
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>		and complete lines 27 through 31				
	27	Capital stock, trust principal, or current funds					
	28	Paid-in or capital surplus, or land, bldg, and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances		1,296,756,869.	1,371,150,036.			
31	Total liabilities and net assets/fund balances		1,353,497,365.	1,428,201,614.			

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 30 (must agree with end-of-year figure reported on prior year's return)	1	1,296,756,869.
2	Enter amount from Part I, line 27a	2	-8,943,144.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	83,336,311.
4	Add lines 1, 2, and 3	4	1,371,150,036.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,371,150,036.

Form 990-PF (2017)

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.)
1a				
b SEE ATTACHED STATEMENT				
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 432,835,184.		424,554,226.	8,280,958.	
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) FMV 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			8,280,958.	
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 8,280,958.
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) If (loss), enter -0- in Part I, line 8 }		3 N/A

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))
2016	111,126,718.	1,306,745,810.	.085041
2015	53,217,758.	1,327,885,040.	.040077
2014	13,050,166.	84,902,824.	.153707
2013	50,491,223.	30,393,653.	1.661242
2012	2,143,518.	28,761,735.	.074527

2 Total of line 1, column (d)	2	2.014594
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	.402919
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	1,316,312,941.
5 Multiply line 4 by line 3	5	530,367,494.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	244,437.
7 Add lines 5 and 6	7	530,611,931.
8 Enter qualifying distributions from Part XII, line 4	8	34,917,099.

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 4010(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(a) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	488,875.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 1% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		2	0.
3 Add lines 1 and 2		3	488,875.
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	488,875.
6 Credits/Payments.			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	1,908,609.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	1,908,609.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,419,734.	
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax <input type="checkbox"/> 1,419,734. Refunded <input checked="" type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 608(a) (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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions <input type="checkbox"/> 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? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions	X	
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.DDSFOUNDATION.ORG</u>	X	
14 The books are in care of ► <u>CAROLE FEATHERSTONE</u> Telephone no ► <u>(301) 961-4000</u> Located at ► <u>3 BETHESDA METRO CENTER, NO. 118, BETHESDA, MD</u> ZIP+4 ► <u>20814</u>		
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		<input type="checkbox"/>
	15	N/A
16 At any time during calendar year 2017, 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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?		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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year (c) beginning before 2017? If "Yes," list the years ► _____, _____, _____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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.)	N/A	
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? b If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1960, (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 2017.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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 2017?		X
		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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b 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 Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>	5b	X
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	SEE STATEMENT 16 <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		6b	X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	

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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		2,074,058.	255,448.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
NICOLE K. SHAW - 3 BETHESDA METRO CENTER, BETHESDA, MD 20814	SENIOR PROGRAM MANAGER 40.00	104,231.	57,474.	0.
MELINDA R. CAYZEDO - 3 BETHESDA METRO CENTER, BETHESDA, MD 20814	PROJECT MANAGER 40.00	110,250.	47,380.	0.
MICHELLE E. DOZIER - 3 BETHESDA METRO CENTER, BETHESDA, MD 20814	GRANTS MANAGER 40.00	107,712.	38,667.	0.
MARY HAMILTON - 3 BETHESDA METRO CENTER, BETHESDA, MD 20814	PROGRAM COORDINATOR 40.00	88,616.	56,749.	0.
LEAH K SMITH - 3 BETHESDA METRO CENTER, BETHESDA, ME 20817	RESEARCH ASSISTANT 40.00	51,904.	16,683.	0.
Total number of other employees paid over \$50,000			0	0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
JONES DAY - P.O. BOX 7805 BEN FRANKLIN STATION, WASHINGTON, DC 20044	LEGAL	537,109.
CLIFTONLARSONALLEN, LLP - 901 N. GLEBE ROAD, SUITE 200, ARLINGTON, VA 22203	ACCOUNTING	278,352.
OSIBEYOND - 4833 RIGBY AVENUE, SUITE 400, BETHESDA, MD 20814	CONSULTING	62,843.
Total number of others receiving over \$50,000 for professional services		0

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

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	0.

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	1,313,615,897.
b	Average of monthly cash balances	1b	22,742,419.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,336,358,316.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,336,358,316.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	20,045,375.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,316,312,941.
6	Minimum investment return. Enter 5% of line 5	6	65,815,647.

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	65,815,647.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	488,875.
b	Income tax for 2017. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	488,875.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	65,326,772.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	65,326,772.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	65,326,772.

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	34,917,099.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	34,917,099.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	34,917,099.

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				65,326,772.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012				
b From 2013	40,106,879.			
c From 2014	13,050,166.			
d From 2015				
e From 2016	46,229,254.			
f Total of lines 3a through e	99,386,299.			
4 Qualifying distributions for 2017 from Part XII, line 4. ▶ \$ 34,917,099.				
a Applied to 2016, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2017 distributable amount				34,917,099.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	30,409,673.			30,409,673.
6 Enter the net total of each column as indicated below.				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	68,976,626.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2018 Subtract lines 7 and 8 from line 6a	68,976,626.			
10 Analysis of line 9				
a Excess from 2013	9,697,206.			
b Excess from 2014	13,050,166.			
c Excess from 2015				
d Excess from 2016	46,229,254.			
e Excess from 2017				

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section 1912(j)(3) or 1912(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2017	(b) 2016	(c) 2015	(d) 2014	
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

NONE

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

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

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

c Any submission deadlines.

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution **	Amount
Name and address (home or business)				
a Paid during the year				
ACTON ACADEMY FOUNDATION 2737 DEVONSHIRE PLACE NW #425 WASHINGTON, DC 20008		PUBLIC CHARITY	CHILDREN'S BUSINESS FAIR WASHINGTON, DC	10,000.
AFTER-SCHOOL ALL-STARS 1331 H STREET NW, SUITE 1100 WASHINGTON, DC 20005		PUBLIC CHARITY	DONATION TO RISING STARS EVENT	10,000.
AMERICAN CAMP ASSOCIATION 5000 STATE ROAD 67 NORTH MARTINSVILLE, IN 46151		PUBLIC CHARITY	CAMP TIMANOUS SCHOLARSHIP PROGRAM IN MEMORY OF PHIPPS MORIARTY	5,000.
AMERICAN COUNCIL OF TRUSTEES & ALUMNI 1726 M STREET NW SUITE 802 WASHINGTON, DC 20036		PUBLIC CHARITY	ATHENA GALA AT THE CHANCELLOR LEVEL	10,000.
ANNE ARUNDEL COUNTY PUBLIC SCHOOLS 1179 HAMMOND LN ODENTON, MD 21113		PUBLIC CHARITY	NYC FIELD TRIPS FOR STUDENTS WITH GREG NORRIS AND 3D PRINTER FOR CLASSROOM	34,270.
Total	SEE CONTINUATION SHEET(S)			31,872,180.
b Approved for future payment				
ACTON ACADEMY FOUNDATION 2737 DEVONSHIRE PLACE NW #425 WASHINGTON, DC 20008		PUBLIC CHARITY	ACTON ACADEMY PROGRAM CHALLENGE	50,000.
AFTER-SCHOOL ALL-STARS 1331 H STREET NW, SUITE 1100 WASHINGTON, DC 20005		PUBLIC CHARITY	ASAS DC CAPACITY BUILDING AND PROGRAM SUPPORT (TEST)	250,000.
AMERICA'S FUTURE FOUNDATION 3424 WASHINGTON BLVD 1ST FLOOR ARLINGTON, VA 22201		PUBLIC CHARITY	DEVELOPING LOCAL LEADERS FOR LIBERTY	150,000.
Total	SEE CONTINUATION SHEET(S)			14,142,559.

Form 990-PF (2017)

Part XVI-A Analysis of Income-Producing Activities

Table with columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue, 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities, 5 Net rental income or (loss) from real estate, 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory, 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue, 12 Subtotal, 13 Total.

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

Table with 2 columns: 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).

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

Table with columns for question number, description, and Yes/No checkboxes. Includes questions 1a through 1c regarding transfers and transactions.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Contains one entry with '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 [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Contains one entry with 'N/A'.

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: [Blank] Title: VICE PRESIDENT/CHIEF

May the IRS discuss this return with the preparer shown below? See instr. [X] Yes [] No

Paid Preparer Use Only: Print/Type preparer's name: DAVID TRIMNER; Preparer's signature: [Signature]; Date: 11/9/18; Check [] if self-employed; PTIN: P00444822; Firm's name: CLIFTONLARSONALLEN LLP; Firm's EIN: 41-0746749; Firm's address: 901 N. GLEBE ROAD, SUITE 200 ARLINGTON, VA 22203; Phone no: 571-227-9500

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 PUBLICLY TRADED SECURITIES	P	12/31/17	12/31/17
b PUBLICLY TRADED SECURITIES	P	12/31/17	12/31/17
c NORTHERN TRUST	D	12/31/17	12/31/17
d DAVIS SELECT	D	12/31/17	12/31/17
e DAVIS SELECT	D		
f PARTNERSHIP SHORT TERM CAPITAL GAINS	P		
g PARTNERSHIP LONG TERM CAPITAL GAIN	P		
h PARTNERSHIP SECTION 1250 GAIN	P		
i PARTNERSHIP SECTION 1231 GAIN	P		
j			
k			
l			
m			
n			
o			

(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 7,231,186.		6,810,559.	420,627.
b 370,073,296.		361,206,851.	8,866,445.
c 123,499.			123,499.
d 52,962,002.		56,536,816.	-3,574,814.
e			0.
f 2,000,041.			2,000,041.
g 370,643.			370,643.
h 4,241.			4,241.
i 70,276.			70,276.
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(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			420,627.
b			8,866,445.
c			123,499.
d			-3,574,814.
e			0.
f			2,000,041.
g			370,643.
h			4,241.
i			70,276.
j			
k			
l			
m			
n			
o			

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	8,280,958.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

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
ASHLEY BRYAN CENTER PO BOX 263 ISLEFORD, ME 20036		PUBLIC CHARITY	GENERAL SUPPORT	10,000.
BECKET FUND 1200 NEW HAMPSHIRE AVENUE, NW WASHINGTON, DC 20036		PUBLIC CHARITY	SPONSORSHIP FOR TABLE AT A DINNER HOSTED BY THE BECKET FUND HONORING LEONARD LEO	15,000.
BEST FRIENDS FOUNDATION 5335 WISCONSIN AVENUE, NW, SUITE 440 WASHINGTON, DC 20015		PUBLIC CHARITY	STOP THE SILENCE, PREVENT THE VIOLENCE: BULLYING, VIOLENCE, AND SUBSTANCE ABUSE PREVENTION PROGRAM	400,000.
BIKE TO THE BEACH 1990 K STREET NW LOBBY 2 WASHINGTON, DC 20006		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	10,000.
CAPITAL SPEAKERS CLUB 12604 ORCHARD BROOK TERRACE POTOMAC, MD 20854		PUBLIC CHARITY	HESTER B. PROVENSEN AND GENE C. MILLER SCHOLARSHIP FUND	10,000.
CENTER FOR STRATEGIC & INTERNATIONAL STUDIES 1616 RHODE ISLAND AVENUE, NW WASHINGTON, DC 20036		PUBLIC CHARITY	CENTER FOR STRATEGIC & INTERNATIONAL STUDIES, INC: 2017 GRANT - CSIS WOMEN'S GLOBAL LEADERSHIP FELLOWSHIP	25,000.
CHAPEL HAVEN INCORPORATED 1040 WHALLEY AVENUE NEW HAVEN, CT 06515		PUBLIC CHARITY	BEST BUDDIES PROGRAM	40,000.
CHAPEL HAVEN INCORPORATED 1040 WHALLEY AVENUE NEW HAVEN, CT 06515		PUBLIC CHARITY	GENERAL SUPPORT	5,000,000.
CHARLOTTE LOZIER INSTITUTE 1200 NEW HAMPSHIRE AVE, NW SUITE 750 WASHINGTON, DC 20036		PUBLIC CHARITY	ETHICAL AND EFFECTIVE THERAPIES INITIATIVE	75,000.
CITY YEAR INC 1875 CONNECTICUT AVENUE, NW SUITE 1130 WASHINGTON, DC 20009		PUBLIC CHARITY	DONATION	5,000.
Total from continuation sheets				31,802,910.

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

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
CITY YEAR INC 1875 CONNECTICUT AVENUE, NW SUITE 1130 WASHINGTON, DC 20009		PUBLIC CHARITY	WHOLE SCHOOL WHOLE CHILD PROGRAM FOR DC	750,000.
CODE 3 ASSOCIATION P.O. BOX 2102 VIENNA, VA 22183		PUBLIC CHARITY	GENERAL PROGRAMMING SUPPORT	525,000.
CULTURE WISE STUDIES, INC. 4073 MISSION OAKS BOULEVARD CAMARILLO, CA 93012		PUBLIC CHARITY	BUILDING CHARACTER DEVELOPMENT IN FUTURE GENERATIONS BY PROMOTING CONSERVATIVE	200,000.
DANIEL MORGAN ACADEMY 1100 CONNECTICUT AVE. NW, SUITE 600 WASHINGTON, DC 20036		PUBLIC CHARITY	ADVERTISING & NEWS DISTRIBUTION	15,517.
DANIEL MORGAN ACADEMY 1100 CONNECTICUT AVE. NW, SUITE 600 WASHINGTON, DC 20036		PUBLIC CHARITY	PARTNERSHIP PROGRAM, GENERAL OPERATIONS AND AFIO PARTNERSHIP	7,000,000.
DOCUMENTARY FOUNDATION 2151 LAKE SHORE AVE LOS ANGELES, CA 90039		PUBLIC CHARITY	AMERICA LOST	25,000.
DONORS TRUST 1800 DIAGONAL ROAD SUITE 280 ALEXANDRIA, VA 22314		PUBLIC CHARITY	DONOR'S TRUST GRANTS	4,000,000.
DONORS TRUST 1800 DIAGONAL ROAD SUITE 280 ALEXANDRIA, VA 22314		PUBLIC CHARITY	DONOR'S TRUST GRANTS	5,000,000.
FOUNDATION FOR INDIVIDUAL RIGHTS IN EDUCATION 510 WALNUT STREET SUITE 1250 PHILADELPHIA, PA 19106		PUBLIC CHARITY	GENERAL OPERATIONAL SUPPORT	200,000.
FRENCH AMERICAN CULTURAL FOUNDATION 1420 NEW YORK AVENUE WASHINGTON, DC 20005		PUBLIC CHARITY	LOUIS OLIVER EVENT	25,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
FRIENDS OF INSTITUTO BRUNO LEONI 1747 PENNSYLVANIA AVE NW SUITE 1000 WASHINGTON, DC 20006		PUBLIC CHARITY	INSTITUTE'S HIGH SCHOOL OUTREACH PROJECT	10,000.
GLOBAL CENTER FOR SOCIAL ENTREPRENEURSHIP NETWORK FOUNDATION 430 OLD NEIGHBORHOOD RD, KINGSTON, NY 12401		PUBLIC CHARITY	OPERATING COSTS OF GCSEN FOUNDATION/WHEATON COLLEGE SISE AND SES NATIONAL CAMPUS	600,000.
GLOUCESTER INSTITUTE INC. 422 EAST FRANKLIN STREET SUITE 103 RICHMOND, VA 23219		PUBLIC CHARITY	EMERGING LEADERS PROGRAM 2016-2017 AND A PARTNERSHIP WITH THE DANIEL MORGAN ACADEMY	10,000.
HIRE HEROES USA, INC. 1360 UNION HILL ROAD, BUILDING 2, SUITE A ALPHARETTA, GA 30004		PUBLIC CHARITY	INDEPENDENCE PROJECT	1,700,000.
HOPECAM INC 12100 SUNSET HILLS ROAD RESTON, VA 20190		PUBLIC CHARITY	LEN FORKAS RACE ACROSS AMERICA	15,000.
JESUP MEMORIAL LIBRARY 34 MOUNT DESERT STREET BAR HARBOR, ME 04609		PUBLIC CHARITY	SUMMARY JAZZ CONCERT	1,500.
JUDICIAL WATCH 425 3RD STREET SW SUITE 800 WASHINGTON, DC 20024		PUBLIC CHARITY	GENERAL OPERATIONAL SUPPORT	150,000.
MAINE SEA COAST MISSIONARY SOCIETY 127 WEST STREET BAR HARBOR, ME 04609		PUBLIC CHARITY	CAPSTONE INVESTMENT FOR THE EDGE CHALLENGE ENDOWMENT CAMPAIGN	50,000.
MASTERS SCHOOL 49 CLINTON AVENUE DOBBS FERRY, NY 10522		PUBLIC CHARITY	SCHOLARSHIPS	10,000.
MASTERS SCHOOL 49 CLINTON AVENUE DOBBS FERRY, NY 10522		PUBLIC CHARITY	ANNUAL DRIVE FUND	60,000.
Total from continuation sheets				

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

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
MASTERS SCHOOL 49 CLINTON AVENUE DOBBS FERRY, NY 10522		PUBLIC CHARITY	SUPPORT AT THE LEGACY LEVEL FOR 2017 SPRING GALA: SUSTAINING OUR FUTURE	10,000.
MEDIA RESEARCH CENTER INC 1900 CAMPUS COMMONS DRIVE #600 RESTON, VA 20191		PUBLIC CHARITY	SPONSORSHIP AT 30TH ANNIVERSARY SPEAKEASY GALA	15,000.
MONTGOMERY COUNTY POLICE DEPARTMENT 100 EDISON PARK 3RD FLOOR GAITHERSBURG, MD 20878		PUBLIC CHARITY	PUBLIC EDUCATION AND SAFETY	68,000.
MOUNT DESERT ISLAND HOSPITAL 101 WAYMAN LANE BAR HARBOR, ME 04609		PUBLIC CHARITY	SUPPORT FOR THE PROGRESS AND PROGRAMS OF MOUNT DESERT ISLAND HOSPITAL	50,000.
MOVING PICTURE INSTITUTE 375 GREENWICH ST NEW YORK, NY 10013		PUBLIC CHARITY	THE ART OF MAINSTREAMING: PROMOTING FREEDOM THROUGH FILM	50,000.
MYSA SCHOOL 8011 WOODMONT AVE BETHESDA, MD 20814		PUBLIC CHARITY	PROVIDE PARADIGM-SHIFTING "MICRO SCHOOL" MODEL OF EDUCATION FOR STUDENTS IN GRADES	1,500,000.
NATIONAL FOUNDATION FOR TEACHING ENTREPRENEURSHIP 120 WALL STREET 18TH FLOOR NEW YORK, NY 10005		PUBLIC CHARITY	TO SUPPORT NFTE D.C. AND NFTE NEW YORK	10,000.
NETWORK FOR TEACHING ENTREPRENEURSHIP 120 WALL STREET 18TH FLOOR NEW YORK, NY 10005		PUBLIC CHARITY	NFTE PROGRAM EXPANSION IN CENTRAL PARK EAST HIGH SCHOOL	40,000.
NEW CRITERION 900 BROADWAY SUITE 600 NEW YORK, NY 10003		PUBLIC CHARITY	GENERAL SUPPORT	5,000.
ONE GENERATION AWAY 9305 MONOLAINE COURT GREAT FALLS, VA 22066		PUBLIC CHARITY	RAY THOMAS LEGACY OF HOPE FOR AMERICA	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
PARENTJOBNET 1460 BROADWAY 16031 NEW YORK, NY 10036		PUBLIC CHARITY	2017-2018 EDUCATIONAL PROGRAMS	196,000.
PARENTJOBNET 1460 BROADWAY 16031 NEW YORK, NY 10036		PUBLIC CHARITY	HARLEM ECONOMIC LIFTING PROGRAM	62,500.
PARENTJOBNET 1460 BROADWAY 16031 NEW YORK, NY 10036		PUBLIC CHARITY	P.S. 146 SUMMER PROGRAM	85,000.
PARENTJOBNET 1460 BROADWAY 16031 NEW YORK, NY 10036		PUBLIC CHARITY	HARLEM AFTER-SCHOOL PROGRAM WITH MONA SILFEN	230,000.
PARENTJOBNET 1460 BROADWAY 16031 NEW YORK, NY 10036		PUBLIC CHARITY	2016 MATCHING GRANT	248,893.
PEN/FAULKNER FOUNDATION 201 EAST CAPITOL ST SE WASHINGTON, DC 20036		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	10,000.
PERSONAL CARE PRODUCTS COUNCIL FOUNDATION 1620 L STREET NW WASHINGTON, DC 20036		PUBLIC CHARITY	IN MEMORY OF MARYANN BJERKE	5,000.
PLIMOTH PLANTATION, INC. 137 WARREN AVENUE PLYMOUTH, MA 02362		PUBLIC CHARITY	HISTORICAL VESSEL RESTORATION FOR EXHIBIT	200,000.
RICE UNIVERSITY 6100 MAIN STREET HOUSTON, TX 77005		PUBLIC CHARITY	RICE HURRICANE HARVEY RELIEF FUND	50,000.
RISING TIDE CAPITAL 334 MARTIN LUTHER KING DRIVE , NJ 07305 JERSEY CITY, NJ 07305		PUBLIC CHARITY	GROWTH CAPITAL FOR INNOVATION & NATIONAL REPLICATION OF RISING TIDE CAPITAL	2,000,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
SCHOODIC INSTITUTE AT ACADIA NATIONAL PARK 9 ATTERBERY CIRCLE WINTER HARBOR, ME 04693		PUBLIC CHARITY	RAMPS FOR MOBILITY IMPAIRED	80,000.
ST JAMES SCHOOL 3217 WEST CLEARFIELD STRET PHILADELPHIA, PA 19132		PUBLIC CHARITY	CONTINUED SUPPORT FOR HIGH SCHOOL TUITION ASSISTANCE	15,000.
TEACH FOR AMERICA INC 315 WEST 36TH STREET 7TH FLOOR NEW YORK, NY 10018		PUBLIC CHARITY	7TH ANNUAL GALA	5,000.
TURNING POINT USA 27 1/2 ILLINOIS ST LEMONT, IL 60439		PUBLIC CHARITY	SUPPORT OF 2017 STUDENT CONFERENCES	300,000.
UNITED STATES COMMEMORATION OF THE WORLD WARS, INC. 701 PENNSYLVANIA AVENUE NW, #123 WASHINGTON, DC 20004		PUBLIC CHARITY	CONSTRUCTION AND INSTALLATION OF MEMORIAL PARK	500,000.
UNIVERSITY SYSTEM OF NEW HAMPSHIRE 25 CONCORD ROAD DUNLAP CENTER DURHAM, NH 03824		PUBLIC CHARITY	SUNNE SAVAGE GALLERY ROBERT S. NEUMAN: IMPULSE AND DISCIPLINE EXHIBITION	5,000.
VICTIMS OF COMMUNISM 300 NEW JERSEY AVENUE, NW, SUITE 900 WASHINGTON, DC 20001		PUBLIC CHARITY	SPONSORSHIP - 10TH ANNUAL ROLL CALL OF NATIONS WREATH LAYING CEREMONY AND PRESENTATION OF HE	500.
YOUNG LEADER'S ALUMNI COUNCIL 271 MADISON AVENUE SUITE 1403 NEW YORK, NY 10016		PUBLIC CHARITY	NEW POSITION OF DIRECTOR OF ALUMNI AND MEDIA RELATIONS	120,000.
Total from continuation sheets				

Part XV Supplementary Information**3** Grants and Contributions Approved for Future Payment (Continuation)

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
AMERICAN CIVIL RIGHTS UNION 3213 DUKE STREET #625 AA, VA 22314		PUBLIC CHARITY	ONE CITIZEN, ONE VOTE: A PROPOSAL TO DEFEND ELECTION INTEGRITY	125,000.
AMERICAN FOREIGN POLICY COUNCIL 509 C STREET NE WASHINGTON, DC 20002		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	100,000.
AMERICAN PRINCIPLES PROJECT FOUNDATION 1130 CONNECTICUT AVENUE #425 WASHINGTON, DC 20036		PUBLIC CHARITY	SMASH THE ADMINISTRATIVE STATE: HOW FEDERAL AND STATE GOVERNMENTS CAN DRAIN THE SWAMP	100,000.
APPLETREE INSTITUTE FOR EDUCATION INNOVATION 415 MICHIGAN AVE NE 3RD FLOOR WASHINGTON, DC 20017		PUBLIC CHARITY	EVERY CHILD READY	125,000.
ASHBROOK CENTER AT ASHLAND UNIVERSITY 401 COLLEGE AVENUE ASHLAND, OH 44802		PUBLIC CHARITY	ASHBROOK CENTER AT ASHLAND UNIVERSITY: 2017 GRANT - CORE DOCUMENTS CURRICULUM: EDUCATING THE NEXT	100,000.
ASIA AMERICA INITIATIVE 9291 TOWER SIDE DR SUITE 416 FAIRFAX, VA 20036		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	300,000.
BETHESDA CHEVY CHASE RESCUE SQUAD 5020 BATTERY LANE BETHESDA, MD 20814		PUBLIC CHARITY	FUNDING TO SUPPORT THE BCCRS PURCHASING A NEW AMBULANCE	50,000.
BETHESDA FIRE DEPARTMENT 6000 WISCONSIN AVENUE CHEVY CHASE, MD 20815		PUBLIC CHARITY	GENERAL OPERATIONAL SUPPORT	50,000.
BETHESDA GREN 4825 CORDELL AVENUE SUITE 200 BETHESDA, MD 20814		PUBLIC CHARITY	INCUBATOR PROGRAM LIFT-OFF	150,000.
BULLIS SCHOOL 10601 FALLS ROAD POTOMAC, MD 20854		PUBLIC CHARITY	ANNUAL FUND/DESIGNATED FINANCIAL AID PROGRAM 2017-18	75,000.
Total from continuation sheets				13,692,559.

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

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
CAPITAL RESEARCH CENTER 1513 16TH STREET NW WASHINGTON, DC 20036		PUBLIC CHARITY	NO SAFE SPACES	50,000.
CENTER FOR STRATEGIC & INTERNATIONAL STUDIES 1616 RHODE ISLAND AVENUE, NW WASHINGTON, DC 20036		PUBLIC CHARITY	TRANSNATIONAL THREATS PROJECT UNDER TOM SANDERSON	150,000.
CENTRONIA 1420 COLUMBIA ROAD NW WASHINGTON, DC 20009		PUBLIC CHARITY	GENERAL OPERATIONAL SUPPORT FOR CENTRONA'S EARLY CHILDHOOD EDUCATION (ECE) AND SUPPORTIVE SERVICES	100,000.
CHILDREN'S NATIONAL HEALTH SYSTEM 111 MICHIGAN AVENUE NW WASHINGTON, DC 20010		PUBLIC CHARITY	ADVANCING THE HEALTH AND WELL-BEING OF SEVERELY ILL CHILDREN: A THREE-TIERED APPROACH TO ENSURING	75,000.
CITY YEAR INC 287 COLUMBUS AVENUE BN, MA 02116		PUBLIC CHARITY	IN HONOR OF JEFF FRANCO	25,000.
CODE 3 ASSOCIATION PO BOX 2102 VIENNA, VA 22183		PUBLIC CHARITY	GENERAL PROGRAMMING SUPPORT	475,000.
COLLEGE OF THE ATLANTIC 105 EDEN STREET BAR HARBOR, ME 04609		PUBLIC CHARITY	ENTREPRENEURSHIP PROGRAM	10,000.
COLLEGIATE DIRECTIONS INC 4827 RUGBY AVENUE #001 BETHESDA, MD 20814		PUBLIC CHARITY	EXPANDING COLLEGE ACCESS AND SUCCESS ACROSS MONTGOMERY COUNTY AND WASHINGTON, D.C.	200,000.
COMPETITIVE ENTERPRISE INSTITUTE 1310 L STREET NW 7TH FLOOR WASHINGTON, DC 20005		PUBLIC CHARITY	GENERAL OPERATION/REGULATORY REFORM AND ENERGY AND THE ENVIRONMENT	150,000.
CONSTITUTIONAL SOURCES PROJECT (CONSOURCE) 1700 K STREET NW FLOOR 9 WASHINGTON, DC 20006		PUBLIC CHARITY	CHOOSING TO MAKE A NATION: INTERACTIVE LESSON PLANS ON THE REVOLUTION, CONSTITUTION AND BILL	15,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
DC PUBLIC EDUCATION FUND 3407 14TH STREET NW WASHINGTON, DC 20015		PUBLIC CHARITY	STANDING OVATION FOR DC PUBLIC SCHOOLS 2017	125,000.
DISCOUNT ON GRANTS PAYABLE 3 BETHESDA METRO CENTER SUITE 118 BETHESDA, MD 20814		PUBLIC CHARITY	DISCOUNT ON GRANTS PAYABLE	1,033,059.
DISTRICT OF COLUMBIA COLLEGE ACCESS PROGRAM 1400 L STREET NW #400 WASHINGTON, DC 20005		PUBLIC CHARITY	GENERAL OPERATIONAL SUPPORT	75,000.
EARTH UNIVERSITY FOUNDATION 3525 PIEDMONT ROAD NE ATLANTA, GA 30305		PUBLIC CHARITY	GENERAL OPERATIONAL SUPPORT	100,000.
ELM CITY INTERNATIONALS 511 CHAPEL STREET NEW HAVEN, CT 06511		PUBLIC CHARITY	COLLEGE READINESS ACADEMY	12,000.
ENCOUNTER BOOKS 900 BRAODWAY, SUITE 601 NEW YORK, NY 10003		PUBLIC CHARITY	GENERAL OPERATIONAL SUPPORT	5,000.
ENOUGH IS ENOUGH CAMPAIGN 11250 ROGER BACON DR. UNIT 19 , VA 20191 RESTON, VA 20191		PUBLIC CHARITY	DEFENDING CHILD DIGNITY IN THE DIGITAL WORLD	200,000.
ETHICS AND PUBLIC POLICY CENTER 1730 M STREET, NW WASHINGTON, DC 20036		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	150,000.
FLOC FOR LOVE OF CHILDREN 1763 COLUMBIA ROAD, NW WASHINGTON, DC 20009		PUBLIC CHARITY	THE NEIGHBORHOOD TUTORING PROGRAM (NTP)	25,000.
FOUNDATION FOR ECONOMIC EDUCATION 1819 PEACHTREE ROAD NE, SUITE 300 ATLANTA, GA 30309		PUBLIC CHARITY	FEE'S STUDENT SEMINARS: INTRODUCING YOUNG PEOPLE TO THE PRINCIPLES OF ENTREPRENEURSHIP	50,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
FREEDOM ALLIANCE 22570 MARKEY COURT, SUITE 240 DULLES, VA 20166		PUBLIC CHARITY	FREEDOM ALLIANCE SCHOLARSHIP FUND FREEDOM ALLIANCE STUDENT OUTREACH PROJECT	150,000.
FREEDOMWORKS FOUNDATION 400 NORTH CAPITOL STREET NW, SUITE 765 WASHINGTON, DC 20001		PUBLIC CHARITY	GENERAL OPERATIONAL SUPPORT	40,000.
FRIENDS OF CHOICE IN URBAN SCHOOLS (FOCUS) 1436 U STREET NW, #204 WASHINGTON, DC 20009		PUBLIC CHARITY	DC PUBLIC CHARTER SCHOOL ADVOCACY AND SCHOOL SUPPORT	100,000.
GATESTONE INSTITUTE 14 EAST 60TH STREET, SUITE 1001 NEW YORK, NY 10022		PUBLIC CHARITY	GATESTONE FELLOWS AND WRITERS PROJECT	25,000.
GLIDER LEHRMAN INSTITUTE OF AMERICAN HISTORY 49 WEST 45TH STREET, 6TH FLOOR NEW YORK, NY 10036		PUBLIC CHARITY	GENERAL OPERATIONAL SUPPORT	100,000.
GLOUCESTER INSTITUTE INC. 100 N. 5TH STREET RICHMOND, VA 23219		PUBLIC CHARITY	PROGRAM DEVELOPMENT AND SUPPORT	450,000.
HAZELDEN BETTY FORD FOUNDATION 15251 PLEASANT VALLEY ROAD CENTER CITY, MN 55012		PUBLIC CHARITY	GENERAL OPERATIONAL SUPPORT	20,000.
HUMAN RIGHTS FOUNDATION 350 FIFTH AVENUE, SUITE 4515 NEW YORK, NY 10118		PUBLIC CHARITY	LAUNCHING HRF'S ANTI-CORRUPTION INITIATIVE	100,000.
INSTITUTE FOR HUMANE STUDIES 3434 WASHINGTON BLVD. MS 1C5 ARLINGTON, VA 22201		PUBLIC CHARITY	ADVANCING FREE SPEECH AND OPEN INQUIRY ON AMERICA'S COLLEGE CAMPUSES	75,000.
INSTITUTE FOR JUSTICE 901 N. GLEBE ROAD, SUITE 900 ARLINGTON, VA 22203		PUBLIC CHARITY	STRATEGIC PUBLIC INTEREST LITIGATION	100,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
INSTITUTE FOR RESPONSIBLE CITIZENSHIP INC. 1227 25TH STREET, NW, 6TH FLOOR WASHINGTON, DC 20037		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	350,000.
INTERCOLLEGIATE STUDIES INSTITUTE INC 3901 CENTERVILLE RD. WILMINGTON, DE 19807		PUBLIC CHARITY	DIANA DAVIS SPENCER FOUNDATION DEBATE SERIES	100,000.
INTERNATIONAL STUDENT HOUSE D.C. 1825 R STREET, NW WASHINGTON, DC 20009		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	25,000.
INVESTIGATIVE PROJECT ON TERRORISM FOUNDATION 5614 CONNECTICUT AVE. NW, NO. 341 WASHINGTON, DC 20015		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	300,000.
ISLAND READERS AND WRITERS AN INITIATIVE FOR MAINE CHILDREN PO BOX 227 MOUNT DESERT, ME 04660		PUBLIC CHARITY	WORLD OF WORDS, INNOVATIVE PATHWAYS FOR EXTENDING LITERATURE-BASED LEARNING	25,000.
JUBILEE JOBS 2712 ONTARIO ROAD, NW WASHINGTON, DC 20009		PUBLIC CHARITY	JOB PREPARATION, PLACEMENT AND RETENTION SERVICES FOR MEN AND WOMEN WITH BARRIERS TO EMPLOYMENT	50,000.
KEEN GREATER D.C. LLC PO BOX 341590 BETHESDA, MD 20827		PUBLIC CHARITY	HELPING YOUTH WITH DISABILITIES LEAD ACTIVE AND HEALTHY LIVES	10,000.
LAND CONSERVATION ASSISTANCE NETWORK 74 LUNT ROAD #302 FALMOUTH, ME 04105		PUBLIC CHARITY	EXPANDING STATE LAND CONSERVATION ASSISTANCE NETWORKS	50,000.
LAW ENFORCEMENT LEGAL DEFENSE FUND 1428 DUKE STREET ALEXANDRIA, VA 22314		PUBLIC CHARITY	DEFENDING AMERICA'S MEN AND WOMEN IN BLUE: ADVANCING FOUNDING PRINCIPLES THROUGH THE RULE OF LAW	200,000.
LAWYERS DEMOCRACY FUND 56295 LITTLE MONITEAU ROAD CALIFORNIA, MO 65018		501(C)(4)	LDF ELECTION INTEGRITY PROJECT	200,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
LEADERSHIP GREATER WASHINGTON 1602 L STREET, SUITE 900 WASHINGTON, DC 20036		PUBLIC CHARITY	LEADERSHIP GREATER WASHINGTON SIGNATURE PROGRAM SCHOLARSHIP FUND	15,000.
LEADERSHIP INSTITUTE 1101 NORTH HIGHLAND STREET ARLINGTON, VA 22201		PUBLIC CHARITY	CAMPUS LEADERSHIP PROGRAM	50,000.
LINCOLN NETWORK, INC. 1742 BRADDOCK COURT SAN JOSE, CA 95125		PUBLIC CHARITY	BUILDING BRIDGES FOR MAXIMUM IMPACT: CONNECTING THE FREEDOM MOVEMENT WITH SILICON VALLEY TO SPREAD	60,000.
MAPLEBROOK SCHOOL INC. 5142 ROUTE 22 AMENIA, NY 12501		PUBLIC CHARITY	ALUMNI SUPPORT PROGRAMS	40,000.
MARYLAND PUBLIC POLICY INSTITUTE ONE RESEARCH COURT, SUITE 450 ROCKVILLE, MD 20850		PUBLIC CHARITY	THE CENTER FOR BUSINESS AND ECONOMIC COMPETITIVENESS	50,000.
MERCATUS CENTER 3434 WASHINGTON BOULEVARD, 4TH FLOOR ARLINGTON, VA 22201		PUBLIC CHARITY	AGENDA TO UNLEASH AMERICAN GROWTH: RESEARCH FROM THE MERCATUS CENTER AT GEORGE MASON	30,000.
MIDDLE EAST CHILDREN'S INSTITUTE INC. 55 BROOKVILLE ROAD, SUITE 100 GLEN HEAD, NY 11545		PUBLIC CHARITY	AFTER-SCHOOL AND SUMMER CAMP PROGRAM	50,000.
MIDDLE EAST MEDIA AND RESEARCH INSTITUTE, INC. 1819 L STREET, NW, SUITE 500, FIFTH FLOOR WASHINGTON, DC 20036		PUBLIC CHARITY	MEMRI GENERAL OPERATIONAL SUPPORT AND THE MEMRI RUSSIA MEDIA STUDIES PROJECT	250,000.
MOUNT DESERT FESTIVAL OF CHAMBER MUSIC INC PO BOX 87 MOUNT DESERT, ME 04460		PUBLIC CHARITY	GENERAL OPERATIONAL SUPPORT	15,000.
NATIONAL ASSOCIATION OF SCHOLARS 8 W. 38TH STREET, SUITE 503 NEW YORK, NY 10018		PUBLIC CHARITY	IMPARTING CIVILIZATION'S LEGACY TO THE NEXT GENERATION	35,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
NATIONAL FATHERHOOD INITIATIVE 20410 OBSERVATION DRIVE, SUITE 107 GERMANTOWN, MD 20876		PUBLIC CHARITY	GENERAL SUPPORT	50,000.
NATIONAL RIGHT TO WORK LEGAL DEFENSE & EDUCATION FOUNDATION INC. 8001 BRADDOCK ROAD SPRINGFIELD, VA 22151		PUBLIC CHARITY	LITIGATION TO DEFEND AND EXPAND WORKER FREEDOM	100,000.
NEIGHBORHOOD HOUSE CLUB PO BOX 332 NORTHEAST HARBOR, ME 04662		PUBLIC CHARITY	OPERATING SUPPORT & CAPITAL IMPROVEMENTS AND PROGRAMS	30,000.
NETWORK OF DONORS FOR MARRIAGE AND FAMILIES 115 EAST 62ND STREET NEW YORK, NY 10065		PUBLIC CHARITY	NATIONAL MARRIAGE WEEK USA CAMPAIGN	75,000.
NETWORK OF ENLIGHTENED WOMEN, INC. 1513 16TH STREET NW WASHINGTON, DC 20036		PUBLIC CHARITY	GENERAL SUPPORT	50,000.
NEW LEADERS INC 1003 K STREET NW FIFTH FLOOR WASN, DC 20001		PUBLIC CHARITY	DEVELOPING TRANSFORMATIONAL LEADERS FOR HIGH-NEED SCHOOLS IN WASHINGTON, D.C.	100,000.
NFTE NEW HAVEN CORPORATION 115 WATER STREET NEW HAVEN, CT 06510		PUBLIC CHARITY	GENERAL OPERATIONAL SUPPORT	40,000.
NORTHEAST HARBOR LIBRARY 1 JOY RD NORTHEAST HARBOR, ME 04662		PUBLIC CHARITY	GENERAL OPERATIONAL SUPPORT	20,000.
NORTHEAST HARBOR LIBRARY 1 JOY RD NORTHEAST HARBOR, ME 04662		PUBLIC CHARITY	SCHOLARSHIPS PROGRAM	30,000.
NUMBERSUSA EDUCATION & RESEARCH FOUNDATION 1601 NORTH KENT STREET, #1100 ARLINGTON, VA 22209		PUBLIC CHARITY	GENERAL OPERATIONAL SUPPORT	100,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
OPERATION OPPORTUNITY FOUNDATION 1012 14TH ST NW SUITE 1200 WASHINGTON, DC 20005		PUBLIC CHARITY	OPERATING SUPPORT	325,000.
OPPORTUNITY INTERNATIONAL 2122 YORK ROAD, SUITE 150 OAK BROOK, IL 60523		PUBLIC CHARITY	GENERAL OPERATIONAL SUPPORT	100,000.
PACIFIC RESEARCH INSTITUTE ONE EMBARCADERO CENTER, SUITE 350 SAN FRANCISCO, CA 94111		PUBLIC CHARITY	CENTER FOR HEALTH CARE COMMUNICATIONS AND OUTREACH STRATEGY (2017-18)	25,000.
PARENTJOBNET 1460 BROADWAY 16031 NEW YORK, NY 10036		PUBLIC CHARITY	HARLEM ECONOMIC LIFTING PROGRAM	187,500.
PEN/FAULKNER FOUNDATION 201 EAST CAPITOL ST SE WASHINGTON, DC 20003		PUBLIC CHARITY	FOR MEMBERSHIP IN THE FOUNDING FRIENDS LUNCHEON SERIES	25,000.
PHILANTHROPY ROUNDTABLE 1120 20TH STREET NW SUITE 550 WASHINGTON, DC 20036		PUBLIC CHARITY	GENERAL OPERATIONAL SUPPORT	25,000.
PHILANTHROPY ROUNDTABLE 1120 20TH STREET SUITE 550 WASHINGTON, DC 20036		PUBLIC CHARITY	CHARITABLE REFORM	75,000.
PRAGUE SECURITY STUDIES INSTITUTE WASHINGTON 1002 WISCONSIN AVE., NW WASHINGTON, DC 20007		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	60,000.
PRISON ENTREPRENEURSHIP PROGRAM P.O. BOX 926274 HOUSTON, TX 77292-6274		PUBLIC CHARITY	MENS PROGRAM FOR WORKFORCE TRAINING AND ENTREPRENEURSHIP DEVELOPMENT	25,000.
PRISON ENTREPRENEURSHIP PROGRAM P.O. BOX 926274 HOUSTON, TX 77292-6274		PUBLIC CHARITY	WOMENS PROGRAM FOR WORKFORCE TRAINING AND ENTREPRENEURSHIP DEVELOPMENT	50,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
PUBLIC MEDIA LAB 1747 PENNSYLVANIA AVE NW SUITE 1000 WASHINGTON, DC 20006		PUBLIC CHARITY	CREATED EQUAL: A BIOGRAPHY OF CLARENCE THOMAS	600,000.
REACH EDUCATION, INC. 729 8TH STREET SE, #200 WASHINGTON, DC 20003		PUBLIC CHARITY	LITERACY & LEADERSHIP PROGRAMS FOR DC YOUTH	20,000.
RISING TIDE CAPITAL 334 MARTIN LUTHER KING DRIVE JERSEY CITY, NJ 07305		PUBLIC CHARITY	GENERAL PROGRAMMING SUPPORT	2,000,000.
SISTER CITIES 915 15TH STREET, NW WASHINGTON, DC 20005		PUBLIC CHARITY	DEVELOPMENT PROGRAMS IN HONOR OF MARY KANE'S SIX YEARS OF DEDICATED SERVICE	60,000.
SISTER CITIES 915 15TH STREET, NW WASHINGTON, DC 20005		PUBLIC CHARITY	GENERAL OPERATIONAL SUPPORT IN HONOR OF MARY KANE'S SIX YEARS OF DEDICATED SERVICE	40,000.
SPAULDING REHABILITATION HOSPITAL CORPORATION, THE 125 NASHUA ST. BOSTON, MA 02114		PUBLIC CHARITY	THE JOHN MEANS SPENCER CAREGIVER AWARD/THE NURSING PROFESSIONAL DEVELOPMENT PROGRAM	95,000.
SPECIAL OPS WARRIOR FOUNDATION PO BOX 89367 TAMPA, FL 33689		PUBLIC CHARITY	DIANA DAVIS SPENCER ENDOWED SCHOLARSHIP FUND	300,000.
STATE POLICY NETWORK 165 N. FORT MYER DRIVE, SUITE 360 ARLINGTON, VA 22203		PUBLIC CHARITY	GENERAL OPERATIONAL SUPPORT	150,000.
STEAMBOAT INSTITUTE PO BOX 883037 STEAMBOAT SPRINGS, CO 80488		PUBLIC CHARITY	GENERAL SUPPORT	10,000.
STUDENT FREE PRESS ASSOCIATION PO BOX 76 HILLSDALE, MI 49242		PUBLIC CHARITY	THE COLLEGE FIX	10,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
SUBURBAN HOSPITAL 8600 OLD GEORGETOWN ROAD BETHESDA, MD 20814		PUBLIC CHARITY	GENERAL OPERATIONAL SUPPORT	50,000.
SUMMER SEARCH 90 BROAD STREET, #701 NEW YORK, NY 10004		PUBLIC CHARITY	OPERATIONAL SUPPORT	40,000.
TENACITY 38 EVERETT ST., LOWER LEVEL BOSTON, MA 02134		PUBLIC CHARITY	PATHWAY TO POST-SECONDARY SUCCESS	25,000.
TENEO 2605 W 8TH STREET C/O EVAN BAEHR AUSTIN, TX 78703		PUBLIC CHARITY	PROMOTE ENTREPRENEURIAL CONSERVATIVE LEADERSHIP BY BUILDING STRATEGIC PARTNERSHIPS	225,000.
THE DAILY CALLER NEWS FOUNDATION 1050 17TH STREET NW, SUITE 905 WASHINGTON, DC 20036		PUBLIC CHARITY	CAPITAL CAMPAIGN AND VIDEO PROGRAMMING	200,000.
THE DAILY CALLER NEWS FOUNDATION 1050 17TH STREET NW, SUITE 905 WASHINGTON, DC 20036		PUBLIC CHARITY	GENERAL OPERATIONAL SUPPORT	200,000.
TURNAROUND FOR CHILDREN, INC. 25 W. 45TH STREET, 6TH FLOOR, NEW YORK, NY 10036 NEW YORK, NY 10036		PUBLIC CHARITY	TRANSLATING RESEARCH TO PRACTICE: TURNAROUND FOR CHILDREN'S WORK IN WASHINGTON, D.C.	200,000.
UNITED SERVICE ORGANIZATION, INC 2111 WILSON BOULEVARD, SUITE 1200 ARLINGTON, VA 22201		PUBLIC CHARITY	GENERAL SUPPORT	100,000.
UNIVERSITY OF MAINE SENATOR GEORGE J. MITCHELL CENTER FOR SUSTAINABILITY SO 5710 NORMAN SMITH HALL ORONO, ME 04469		PUBLIC CHARITY	GENERAL OPERATIONAL SUPPORT	50,000.
VICTIMS OF COMMUNISM MEMORIAL FOUNDATION INC. 1521 SIXTEENTH ST. NW WASHINGTON, DC 20036		PUBLIC CHARITY	GENERAL OPERATING SUPPORT	300,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

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
VIRGINIA INSTITUTE FOR PUBLIC POLICY 282 BALD ROCK ROAD VERONA, VA 24482		PUBLIC CHARITY	GENERAL SUPPORT	50,000.
VITAL VOICES GLOBAL PARTNERSHIP, INC 1625 MASSACHUSETTS AVENUE, NW, SUITE 300 WASHINGTON, DC 20036		PUBLIC CHARITY	GENERAL SUPPORT	60,000.
WASHINGTON TENNIS & EDUCATION FOUNDATION INC 16TH & KENNEDY STS, NW WASHINGTON, DC 20011		PUBLIC CHARITY	GENERAL SUPPORT	100,000.
YMCA OF METROPOLITAN WASHINGTON 1112 16TH STREET NW #720 WASHINGTON, DC 20036		PUBLIC CHARITY	YOUTH & FAMILY SERVICES	50,000.
Total from continuation sheets				

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - CENTER FOR STRATEGIC & INTERNATIONAL STUDIES
CENTER FOR STRATEGIC & INTERNATIONAL STUDIES, INC: 2017 GRANT - CSIS
WOMEN'S GLOBAL LEADERSHIP FELLOWSHIP FOR VANESSA BEARY

NAME OF RECIPIENT - CULTURE WISE STUDIES, INC.
BUILDING CHARACTER DEVELOPMENT IN FUTURE GENERATIONS BY PROMOTING
CONSERVATIVE, PRO-FAMILY VALUES THROUGH THE MASS MEDIA

NAME OF RECIPIENT - GLOBAL CENTER FOR SOCIAL ENTREPRENEURSHIP NETWORK
FOUNDATION
OPERATING COSTS OF GCSEN FOUNDATION/WHEATON COLLEGE SISE AND SES
NATIONAL CAMPUS PARTNERSHIP

NAME OF RECIPIENT - MYSA SCHOOL
PROVIDE PARADIGM-SHIFTING "MICRO SCHOOL" MODEL OF EDUCATION FOR
STUDENTS IN GRADES K-12

NAME OF RECIPIENT - VICTIMS OF COMMUNISM
SPONSORSHIP - 10TH ANNUAL ROLL CALL OF NATIONS WREATH LAYING CEREMONY
AND PRESENTATION OF HE TRUMAN-REAGAN MEDAL OF FREEDOM

Part XV Supplementary Information

3b Grants and Contributions Approved for Future Payment Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - ASHBROOK CENTER AT ASHLAND UNIVERSITY

ASHBROOK CENTER AT ASHLAND UNIVERSITY: 2017 GRANT - CORE DOCUMENTS

CURRICULUM: EDUCATING THE NEXT GENERATION OF CITIZENS

NAME OF RECIPIENT - CENTRONIA

GENERAL OPERATIONAL SUPPORT FOR CENTRONA'S EARLY CHILDHOOD EDUCATION

(ECE) AND SUPPORTIVE SERVICES PROGRAMS

NAME OF RECIPIENT - CHILDREN'S NATIONAL HEALTH SYSTEM

ADVANCING THE HEALTH AND WELL-BEING OF SEVERELY ILL CHILDREN: A

THREE-TIERED APPROACH TO ENSURING THE BEST LONG-TERM OUTCOMES

NAME OF RECIPIENT - CONSTITUTIONAL SOURCES PROJECT (CONSOURCE)

CHOOSING TO MAKE A NATION: INTERACTIVE LESSON PLANS ON THE REVOLUTION,

CONSTITUTION AND BILL OF RIGHTS

NAME OF RECIPIENT - FOUNDATION FOR ECONOMIC EDUCATION

FEE'S STUDENT SEMINARS: INTRODUCING YOUNG PEOPLE TO THE PRINCIPLES OF

ENTREPRENEURSHIP, FREEDOM, ECONOMICS, & CHARACTER

NAME OF RECIPIENT - LINCOLN NETWORK, INC.

BUILDING BRIDGES FOR MAXIMUM IMPACT: CONNECTING THE FREEDOM MOVEMENT

WITH SILICON VALLEY TO SPREAD FREEDOM NATIONWIDE

NAME OF RECIPIENT - MERCATUS CENTER

AGENDA TO UNLEASH AMERICAN GROWTH: RESEARCH FROM THE MERCATUS CENTER AT

GEORGE MASON UNIVERSITY

Part XV Supplementary Information

3b Grants and Contributions Approved for Future Payment Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - TENEO

PROMOTE ENTREPRENEURIAL CONSERVATIVE LEADERSHIP BY BUILDING STRATEGIC PARTNERSHIPS BETWEEN YOUNG CONSERVATIVE INFLUENCERS IN AMERICA

Lined area for additional information, currently blank.

 FORM 990-PF OTHER INCOME STATEMENT 1

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP ORDINARY INCOME	0.	2,732.	
PARTNERSHIP ROYALTIES	0.	18,455.	
PARTNERSHIP OTHER INCOME	0.	99,137.	
TOTAL TO FORM 990-PF, PART I, LINE 11	0.	120,324.	

 FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	609,036.	60,904.		586,471.
TO FM 990-PF, PG 1, LN 16A	609,036.	60,904.		586,471.

 FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	243,291.	136,816.		136,816.
PAYROLL SERVICE FEES	5,001.	1,898.		1,898.
TO FORM 990-PF, PG 1, LN 16B	248,292.	138,714.		138,714.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER PROFESSIONAL FEES	227,276.	145,289.		96,859.
INVESTMENT MANAGEMENT	85,000.	85,000.		0.
RETIREMENT MANAGEMENT	9,669.	0.		10,286.
INVESTMENT FEES - ATLANTIC TRUST	115,145.	113,312.		0.
INVESTMENT FEES - FSTC	2,798,854.	2,798,854.		0.
CONSULTING - MANAGEMENT	220,789.	254,539.		15,000.
CONSULTING-COMPUTER SUPPORT	100,739.	0.		190,603.
TO FORM 990-PF, PG 1, LN 16C	3,557,472.	3,396,994.		312,748.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	106,169.	52,245.		52,245.
WORKERS COMP PREMIUMS	9,233.	3,378.		3,378.
EXCISE TAX	1,798,597.	0.		0.
FOREIGN TAXES	0.	15,005.		0.
TO FORM 990-PF, PG 1, LN 18	1,913,999.	70,628.		55,623.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	111,046.	0.		8,725.
OFFICE SUPPLIES	37,000.	0.		111,046.
POSTAGE & DELIVERY	4,173.	0.		4,002.
TELEPHONE & FAX	13,938.	0.		17,428.
SUBSCRIPTIONS & MEMBERSHIPS	9,672.	0.		7,351.
EQUIPMENT RENTAL & MAINTENANCE	39,660.	0.		24,001.
OTHER FEES	382.	0.		24,788.
PENALTIES	0.	0.		0.

DIANA DAVIS SPENCER FOUNDATION, INC.

20-3672969

PARTNERSHIP EXPENSES	0.	1,466,209.	0.
MISCELLANEOUS EXPENSES	4,635.	419.	4,216.
AMORTIZATION	28,638.	0.	0.
TO FORM 990-PF, PG 1, LN 23	249,144.	1,466,628.	201,557.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

DESCRIPTION	AMOUNT
CHANGE IN VALUE OF A BENEFICIAL INTEREST IN CHARITABLE REMAINDER TRUST	8,168,558.
UNREALIZED GAIN ON INVESTMENTS	75,166,947.
IMMATERIAL INVESTMENTS ADJUSTMENT	806.
TOTAL TO FORM 990-PF, PART III, LINE 3	83,336,311.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
DOMESTIC TREASURY OBLIGATIONS	X		389,610,269.	389,610,269.
TOTAL U.S. GOVERNMENT OBLIGATIONS			389,610,269.	389,610,269.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			389,610,269.	389,610,269.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCKS- MATERIALS	745,769.	745,769.
COMMON STOCKS- INDUSTRIALS	2,188,681.	2,188,681.
COMMON STOCKS- CONSUMER DISCRETIONARY	4,082,828.	4,082,828.
COMMON STOCKS- CONSUMER STAPLES	1,080,885.	1,080,885.
COMMON STOCKS- ENERGY	1,520,448.	1,520,448.
COMMON STOCKS- FINANCIALS	4,843,364.	4,843,364.
COMMON STOCKS- REAL ESTATE	631,743.	631,743.
COMMON STOCKS- HEALTH CARE	5,498,289.	5,498,289.
COMMON STOCKS- INFORMATION TECHNOLOGY	7,676,208.	7,676,208.
COMMON STOCKS- UTILITIES	375,637.	375,637.

COMMON STOCKS- DOMESTIC	126,822,715.	126,822,715.
COMMON STOCKS- FOREIGN	19,982,431.	19,982,431.
COMMON STOCKS- REAL ESTATE INVESTMENT TRUSTS	6,637,499.	6,637,499.
DOMESTIC EQUITY	142,212,398.	142,212,398.
GLOBAL EQUITY	32,782,014.	32,782,014.
TOTAL TO FORM 990-PF, PART II, LINE 10B	357,080,909.	357,080,909.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME (VANGUARD LONG-TERM CORP BOND)	27,767,500.	27,767,500.
FIXED INCOME (VANGUARD INTERMEDIATE TERM BOND ETF)	103,949,200.	103,949,200.
FIXED INCOME (VANGUARD TOTAL BOND MARKET ETF)	131,172,717.	131,172,717.
TOTAL TO FORM 990-PF, PART II, LINE 10C	262,889,417.	262,889,417.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SCS SPECIAL SITUATIONS FUND A-2 SERIES 0515	FMV	60,440,321.	60,440,321.
SCS SPECIAL SITUATIONS FUND A-2 SERIES 0517	FMV	12,874,642.	12,874,642.
BLACKSTONE TACTICAL OPPORTUNITIES FUND II	FMV	6,504,494.	6,504,494.
HEDGED EQUITY FUND - ACL ALTERNATIVE FUND SAC LIMITED	FMV	65,594,916.	65,594,916.
PRIVATE EQUITY FUND (WLR RECOVERY V INVESTORS)	FMV	284,414.	284,414.
PRIVATE EQUITY FUND (EXCEL VENTURE FUND II)	FMV	210,960.	210,960.
ATLAS POINT OPPORTUNITY FUND LLC	FMV	399,935.	399,935.
PRIVATE EQUITY FUND (ENERGY CAPITAL INVESTORS)	FMV	111,568.	111,568.
PRIVATE EQUITY FUND (LANDMARK INVESTORS)	FMV	89,576.	89,576.
GROWTH CAPITAL (PINEBROOK CAPITAL)	FMV	215,702.	215,702.
GROWTH CAPITAL (PINEBROOK CAPITAL - CAYMAN)	FMV	314,858.	314,858.
DEBT (ATLAS POINT PRIVATE CREDIT OPPORTUNITY)	FMV	394,436.	394,436.
MISCELLANEOUS (WISHBONE STRATA LP)	FMV	417,181.	417,181.

DIANA DAVIS SPENCER FOUNDATION, INC.

20-3672969

OAKTREE OPPORTUNITIES FUND X	FMV	2,220,012.	2,220,012.
HEDGED FUND - ACL ALTERNATIVE FUND	FMV		
DEPRECIATION DEPOSIT		1,744,461.	1,744,461.
HEDGED FUND - MILLENNIUM	FMV		
INTERNATIONAL, LTD		5,664,726.	5,664,726.
HEDGED FUND - GRAHAM ABSOLUTE	FMV		
RETURN		51,644,810.	51,644,810.
HEDGED FUND - POINTER OFFSHORE LTD	FMV	79,962,787.	79,962,787.
TOTAL TO FORM 990-PF, PART II, LINE 13		289,089,799.	289,089,799.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 12

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
EQUIPMENT	386,907.	101,850.	285,057.
COMPUTER SOFTWARE	9,925.	8,545.	1,380.
LEASEHOLD IMPROVEMENT	1,160,978.	37,547.	1,123,431.
TOTAL TO FM 990-PF, PART II, LN 14	1,557,810.	147,942.	1,409,868.

FORM 990-PF OTHER ASSETS STATEMENT 13

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
SECURITY DEPOSITS	4,903.	4,903.	4,903.
DIVIDEND RECEIVABLE	24,000.	22,126.	22,126.
BENEFICIAL INTEREST IN A CHARITABLE REMAINDER TRUST	53,896,761.	0.	0.
TO FORM 990-PF, PART II, LINE 15	53,925,664.	27,029.	27,029.

FORM 990-PF OTHER LIABILITIES STATEMENT 14

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED TAX LIABILITY	44,437.	1,354,167.
DEFERRED RENT	2,099.	28,715.
DEFERRED LEASEHOLD INCENTIVE	32,223.	238,350.
TOTAL TO FORM 990-PF, PART II, LINE 22	78,759.	1,621,232.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 15

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DIANA DAVIS SPENCER 3 BETHESDA METRO CENTER BETHESDA, MD 20814	PRESIDENT 40.00	521,635.	52,111.	0.
ABBY SPENCER MOFFAT 3 BETHESDA METRO CENTER BETHESDA, MD 20814	CHIEF EXECUTIVE OFFICER 40.00	520,692.	60,215.	0.
KIMBERLY F LAMANNA 3 BETHESDA METRO CENTER BETHESDA, MD 20814	TRUSTEE 1.00	0.	0.	0.
HARRISON HOWARD 3 BETHESDA METRO CENTER BETHESDA, MD 20814	INDEPENDENT TRUSTEE 1.00	37,500.	0.	0.
CAROLE A FEATHERSTONE 3 BETHESDA METRO CENTER BETHESDA, MD 20814	CHIEF FINANCIAL OFFICER 40.00	381,423.	63,778.	0.
ALAN B KELLY 3 BETHESDA METRO CENTER BETHESDA, MD 20814	VP & SENIOR COUNSEL 30.00	469,058.	79,344.	0.
CHRISTOPHER BURN 3 BETHESDA METRO CENTER BETHESDA, MD 20814	INVESTMENT COMMITTEE CHAIR 12.00	143,750.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		2,074,058.	255,448.	0.

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT
PART VII-B, LINE 5C

STATEMENT 16

GRANTEE'S NAME

LAWYERS DEMOCRACY FUND

GRANTEE'S ADDRESS

56295 LITTLE MONITEAU ROAD
CALIFORNIA, MD 65018

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
200,000.	01/08/18	0.

PURPOSE OF GRANT

THE GRANT IS TO FUND LDF EDUCATIONAL INITIATIVES, POLICY RESEARCH
ACTIVITIES AND PUBLIC INTEREST LITIGATION EFFORTS WITH RESPECT TO THE VITAL
ISSUES OF ELECTORAL SYSTEM INTEGRITY THROUGHOUT THE UNITED STATES.

DATES OF REPORTS BY GRANTEE

PENDING

ANY DIVERSION BY GRANTEE

NO

RESULTS OF VERIFICATION

THIS IS A FUTURE GRANT, VERIFICATION IS PENDING.