

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.  
 ▶ Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No 1545-0052  
**2016**  
**Open to Public Inspection**

**For calendar year 2016, or tax year beginning 10-01-2016 , and ending 09-30-2017**

Name of foundation LONGWOOD FOUNDATION INC		<b>A Employer identification number</b> 51-0066734
Number and street (or P O box number if mail is not delivered to street address) 100 WEST 10TH STREET NO 1109	Room/suite	<b>B Telephone number (see instructions)</b> (302) 683-8200
City or town, state or province, country, and ZIP or foreign postal code WILMINGTON, DE 19801		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 687,847,480	<b>J</b> Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis )	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc , received (attach schedule)				
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments	110,879	110,879		
	<b>4</b> Dividends and interest from securities	14,263,901	14,263,901		
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	20,576,192			
	<b>b</b> Gross sales price for all assets on line 6a	160,297,689			
	<b>7</b> Capital gain net income (from Part IV, line 2)		20,576,192		
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)	1,009,080	1,000,137			
<b>12 Total.</b> Add lines 1 through 11	35,960,052	35,951,109			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc	309,843	154,922		154,921
	<b>14</b> Other employee salaries and wages	441,990	220,995		220,995
	<b>15</b> Pension plans, employee benefits	54,248	27,124		27,124
	<b>16a</b> Legal fees (attach schedule)	3,515	1,758		1,757
	<b>b</b> Accounting fees (attach schedule)	25,175	12,588		12,587
	<b>c</b> Other professional fees (attach schedule)	4,145,756	3,888,887		256,869
	<b>17</b> Interest				
	<b>18</b> Taxes (attach schedule) (see instructions)	371,460	21,428		21,428
	<b>19</b> Depreciation (attach schedule) and depletion				
	<b>20</b> Occupancy	64,540	32,270		32,270
	<b>21</b> Travel, conferences, and meetings	21,114	10,557		10,557
	<b>22</b> Printing and publications				
	<b>23</b> Other expenses (attach schedule)	420,220	43,799		377,421
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	5,857,861	4,414,328		1,115,929
<b>25</b> Contributions, gifts, grants paid	21,251,486			41,766,022	
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	27,109,347	4,414,328		42,881,951	
<b>27</b> Subtract line 26 from line 12					
<b>a Excess of revenue over expenses and disbursements</b>	8,850,705				
<b>b Net investment income</b> (if negative, enter -0-)		31,536,781			
<b>c Adjusted net income</b> (if negative, enter -0-)					

<b>Part II Balance Sheets</b> Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .	1,433,283	251,968	251,968
	<b>2</b> Savings and temporary cash investments . . . . .	31,646,891	1,588,309	1,588,309
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>4</b> Pledges receivable ▶ _____ 365,540 Less allowance for doubtful accounts ▶ _____	266,402	365,540	365,540
	<b>5</b> Grants receivable . . . . .			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>8</b> Inventories for sale or use . . . . .			
	<b>9</b> Prepaid expenses and deferred charges . . . . .	835,560	506,956	506,956
	<b>10a</b> Investments—U S and state government obligations (attach schedule)			
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	7,836,235	51,187,093	51,187,093
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .			
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	<b>12</b> Investments—mortgage loans . . . . .			
	<b>13</b> Investments—other (attach schedule) . . . . .	595,059,899	633,947,614	633,947,614
	<b>14</b> Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
<b>15</b> Other assets (describe ▶ _____)				
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	637,078,270	687,847,480	687,847,480	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .	765,782	365,430	
	<b>18</b> Grants payable . . . . .	41,239,201	20,436,410	
	<b>19</b> Deferred revenue . . . . .			
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b> Other liabilities (describe ▶ _____)			
	<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .	42,004,983	20,801,840	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b> Unrestricted . . . . .	594,854,509	666,828,162	
	<b>25</b> Temporarily restricted . . . . .	218,778	217,478	
	<b>26</b> Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	<b>27</b> Capital stock, trust principal, or current funds . . . . .			
	<b>28</b> Paid-in or capital surplus, or land, bldg , and equipment fund			
<b>29</b> Retained earnings, accumulated income, endowment, or other funds				
<b>30 Total net assets or fund balances</b> (see instructions) . . . . .	595,073,287	667,045,640		
<b>31 Total liabilities and net assets/fund balances</b> (see instructions) .	637,078,270	687,847,480		

<b>Part III Analysis of Changes in Net Assets or Fund Balances</b>		
<b>1</b> 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)	<b>1</b>	595,073,287
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	8,850,705
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	63,121,648
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	667,045,640
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	0
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	<b>6</b>	667,045,640

**Part IV Capital Gains and Losses for Tax on Investment Income**

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
<b>1 a</b> SEE ATTACHED LISTING	P	2015-01-01	2017-09-30
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
<b>a</b> 160,297,689		139,721,497	20,576,192
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> F M V as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
<b>a</b>			20,576,192
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

<b>2</b> Capital gain net income or (net capital loss)	2	20,576,192
<b>3</b> 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

<b>(a)</b> Base period years Calendar year (or tax year beginning in)	<b>(b)</b> Adjusted qualifying distributions	<b>(c)</b> Net value of noncharitable-use assets	<b>(d)</b> Distribution ratio (col (b) divided by col (c))
2015	30,472,728	603,379,880	0 050503
2014	29,227,181	655,392,548	0 044595
2013	32,552,285	652,879,148	0 049860
2012	32,440,596	587,642,705	0 055205
2011	22,718,889	547,696,091	0 041481
<b>2</b> Total of line 1, column (d)			0 241644
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			0 048329
<b>4</b> Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			644,303,830
<b>5</b> Multiply line 4 by line 3			31,138,560
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			315,368
<b>7</b> Add lines 5 and 6			31,453,928
<b>8</b> Enter qualifying distributions from Part XII, line 4			42,881,951

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)

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', and 'Tax due'. Total amount owed is 506,956.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Columns for 'Yes' and 'No' answers.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-13 regarding controlled entities, donor advised funds, and public inspection requirements.

14 The books are in care of STEPHEN A MARTINENZA Telephone no (302) 654-2477

Located at 100 W 10TH ST STE 1109 WILMINGTON DE ZIP+4 19801

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15

16 At any time during calendar year 2016, 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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) 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.

Main table with 3 columns: Question, Yes, No. Rows 1a-1c, 2a-2c, 3a-3b, 4a-4b regarding Form 4720 exceptions and requirements.

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

**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)?  Yes  No

Organizations relying on a current notice regarding disaster assistance check here.

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No

If "Yes" to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?  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	Title, and average hours per week (b) 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 Additional Data Table				

**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	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
STEPHEN A MARTINENZA 100 W 10TH ST STE 1109 WILMINGTON, DE 19801	ASST SEC/TREAS 40 00	226,811	28,775	0
JOANNE REILLY 100 W 10TH ST STE 1109 WILMINGTON, DE 19801	ASST TO DIR 40 00	94,514	28,933	0
SANDRA S DREW 100 W 10TH ST STE 1109 WILMINGTON, DE 19801	ACCOUNTANT 40 00	66,282	33,421	0
LAUREN A PETRUSKY 100 W 10TH ST STE 1109 WILMINGTON, DE 19801	ASST TO ACCT 40 00	54,383	27,600	0
<b>Total</b> number of other employees paid over \$50,000.				0

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

<b>3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".</b>		
<b>(a)</b> Name and address of each person paid more than \$50,000	<b>(b)</b> Type of service	<b>(c)</b> Compensation
ASHFORD CONSULTING GROUP 1 WALKERS MILL RD WILMINGTON, DE 19807	INVESTMENT CONSULTING	580,510
KILTEARN INVESTMENT MANAGEMENT 3 EXCHANGE PLACE EDINBURGH, SCOTLAND EH3 8BL UK	INVESTMENT ADVICE	295,603
SANDERSON INVESTMENT MANAGEMENT 250 SOUTH WACKER DR 220 CHICAGO, IL 60606	INVESTMENT ADVICE	282,565
FOCUSED INVESTOR 9777 WILSHIRE BLVD CHICAGO, IL 60606	INVESTMENT ADVICE	273,359
SOCIAL FINANCE PARTNERS 10 MILK STREET 1010 BOSTON, MA 02108	PROGRAM EXPENSES	125,000
<b>Total</b> number of others receiving over \$50,000 for professional services. . . . . ▶		<b>4</b>

**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
<b>1</b> DELAWARE TALENT LIVE - PROGRAM TO ENCOURAGE YOUNG PROFESSIONALS TO LIVE AND WORK IN WILMINGTON, DELAWARE	333,624
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b>	
<b>2</b>	
All other program-related investments See instructions	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3 . . . . . ▶	<b>0</b>

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	652,762,522
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	1,353,041
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	654,115,563
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	654,115,563
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	9,811,733
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	644,303,830
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	32,215,192

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

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	32,215,192
<b>2a</b>	Tax on investment income for 2016 from Part VI, line 5.	<b>2a</b>	315,368
<b>b</b>	Income tax for 2016 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	315,368
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	31,899,824
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	0
<b>5</b>	Add lines 3 and 4.	<b>5</b>	31,899,824
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	31,899,824

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	42,881,951
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	42,881,951
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	<b>5</b>	315,368
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	42,566,583

**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 2015	(c) 2015	(d) 2016
<b>1</b> Distributable amount for 2016 from Part XI, line 7				31,899,824
<b>2</b> Undistributed income, if any, as of the end of 2016				
<b>a</b> Enter amount for 2015 only. . . . .			1,661,881	
<b>b</b> Total for prior years 20___, 20___, 20___		0		
<b>3</b> Excess distributions carryover, if any, to 2016				
<b>a</b> From 2011. . . . .				
<b>b</b> From 2012. . . . .				
<b>c</b> From 2013. . . . .				
<b>d</b> From 2014. . . . .				
<b>e</b> From 2015. . . . .				
<b>f</b> Total of lines 3a through e. . . . .	0			
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>42,881,951</u>				
<b>a</b> Applied to 2015, but not more than line 2a			1,661,881	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2016 distributable amount. . . . .				31,899,824
<b>e</b> Remaining amount distributed out of corpus	9,320,246			
<b>5</b> Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	9,320,246			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017 . . . . .				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .	0			
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions). . . . .	0			
<b>9</b> Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a . . . . .	9,320,246			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2012. . . . .				
<b>b</b> Excess from 2013. . . . .				
<b>c</b> Excess from 2014. . . . .				
<b>d</b> Excess from 2015. . . . .				
<b>e</b> Excess from 2016. . . . .	9,320,246			

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

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, 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 . . . . .

	Tax year				(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> 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 organization 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

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**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 (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

ELEUTHERE I DU PONT II  
100 W 10TH ST STE 1109  
WILMINGTON, DE 19801  
(302) 654-2477

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

GRANT REQUESTS MUST BE SUBMITTED ON-LINE THROUGH OUR WEBSITE WWW.LONGWOODFOUNDATION.ORG FOLLOWING THE GUIDELINES SPECIFIED

**c** Any submission deadlines

MARCH 15 AND SEPTEMBER 15

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

GENERALLY LIMITED TO DELAWARE AND SOUTHERN CHESTER COUNTY, PENNSYLVANIA

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b> ▶ <b>3a</b>				41,766,022
<b>b</b> <i>Approved for future payment</i> See Additional Data Table				
<b>Total . . . . .</b> ▶ <b>3b</b>				20,436,410





(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
ELEUTHERE I DU PONT II C/O LONGWOOD FOUNDATION 100 W 10TH ST STE 1109 WILMINGTON, DE 19801	PRESIDENT 40 00	309,843	39,186	0
DR M LYNN DU PONT C/O LONGWOOD FOUNDATION 100 W 10TH ST STE 1109 WILMINGTON, DE 19801	VICE PRESIDENT & TRUSTEE 2 00	0	0	0
CRODERICK MARONEY C/O LONGWOOD FOUNDATION 100 W 10TH ST STE 1109 WILMINGTON, DE 19801	SECRETARY & TRUSTEE 2 00	0	0	0
CHARLES L COPELAND C/O LONGWOOD FOUNDATION 100 W 10TH ST STE 1109 WILMINGTON, DE 19801	CHAIRMAN & TRUSTEE 2 00	0	0	0
GERRET VAN S COPELAND C/O LONGWOOD FOUNDATION 100 W 10TH ST STE 1109 WILMINGTON, DE 19801	TRUSTEE 2 00	0	0	0
DAVID L CRAVEN C/O LONGWOOD FOUNDATION 100 W 10TH ST STE 1109 WILMINGTON, DE 19801	TRUSTEE 2 00	0	0	0
ELI R SHARP C/O LONGWOOD FOUNDATION 100 W 10TH ST STE 1109 WILMINGTON, DE 19801	TREASURER & TRUSTEE 2 00	0	0	0

**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)				
<b>a</b> <i>Paid during the year</i>				
LONGWOOD GARDENS C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	EXEMPT OPERATING FOU	CONSTRUCTION FUNDING	22,000,000
TEACH FOR AMERICA C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	OPERATING SUPPORT	250,000
LEADERSHIP DELAWARE INC C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	OPERATING SUPPORT	75,000
JEFFERSON AWARDS FOR PUBLIC SERVICES  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	OPERATING SUPPORT	20,000
DELAWARE SHAKESPEARE FESTIVAL INC  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	OPERATING SUPPORT	22,800
<b>Total . . . . . ▶</b>				41,766,022

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)				
<b>a</b> <i>Paid during the year</i>				
CANINE PARTNERS FOR LIFE C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	CAPITAL CAMPAIGN	400,000
AMERICAN CIVIL LIBERTIES FOUNDATION OF DELAWARE INC  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	OPERATING SUPPORT	25,000
GRAND OPERA HOUSE C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	CAPITAL CAMPAIGN	715,000
DELAWARE SYMPHONY ORCHESTRA C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	CAPITAL CAMPAIGN	300,000
DELAWARE CHILDREN'S MUSEUM C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	OPERATING SUPPORT	75,000
<b>Total . . . . . ▶</b>				41,766,022
<b>3a</b>				



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)				
<b>a</b> <i>Paid during the year</i>				
DELAWARE COMMUNITY FOUNDATION - COMMUNITY EDUCATION BUILDING  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	OPERATING SUPPORT	1,800,000
ST ANNE'S EPISCOPAL SCHOOL C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	CAPITAL CAMPAIGN	100,000
ST EDMOND'S ACADEMY C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	OPERATING SUPPORT	40,000
CONNECTING GENERATIONS INC C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	OPERATING SUPPORT	100,000
DELAWARE CENTER FOR JUSTICE C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	OPERATING SUPPORT	75,000
<b>Total . . . . . ▶</b>				41,766,022
<b>3a</b>				

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)				
<b>a</b> <i>Paid during the year</i>				
MIDDLETOWN ODESSA ROTARY CLUB SERVICES FOUNDATION  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	SPECIAL PROJECT	100,000
NATIONAL URBAN SQUASH AND EDUCATION ASSOCIATION  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	OPERATING SUPPORT	100,000
PROJECT NEW START INC C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	OPERATING SUPPORT	41,401
NATIONAL DEVELOPMENT COUNCIL C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	CAPITAL CAMPAIGN	500,000
DELAWARE CHARTER SCHOOL NETWORK  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	SPECIAL PROJECT	264,325
<b>Total</b> . . . . . ▶				41,766,022
<b>3a</b>				

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)				
<b>a</b> <i>Paid during the year</i>				
WILMINGTON RENAISSANCE CORPORATION  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	2017 - 2018 CAMPAIGN PHASE	500,000
FIRST STATE INNOVATION C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	OPEN BRACKET DE CODING CHALLENGE	150,000
CENTER FOR EFFECTIVE PHILANTHROPY  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	OPERATING SUPPORT	25,000
PHILANTHROPY ROUNDTABLE C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	OPERATING SUPPORT	25,000
FORT MILES HISTORICAL ASSOCIATION  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	PARKING LOT AND PATIO CAMPAIGN	539,250
<b>Total . . . . . ▶</b>				41,766,022
<b>3a</b>				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i>				
HISTORIC ODESSA FOUNDATION C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	ROOF REPLACEMENT	200,000
NEW CASTLE HISTORICAL SOCIETY C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	BUILDING RENOVATIONS	95,490
DELAWARE SOCIETY FOR THE PRESERVATION OF ANTIQUITIES  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	BUILDING REPAIRS	47,610
FRIENDS OF AUBURN HEIGHTS PRESERVE  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	MUSEUM VISION PLAN	40,000
INTERCOLLEGIATE STUDIES INSTITUTE  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	NEW CONFERENCE CENTER	500,000
<b>Total . . . . . ▶</b> <b>3a</b>				41,766,022

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)				
<b>a</b> <i>Paid during the year</i>				
50CAN INC C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	EDUCATION PUBLIC POLICY PROGRAM	400,000
GATEWAY CHARTER SCHOOL C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	MULTI-SENSORY CLASSROOM AND TUITION	27,156
BRANDYWINE CONSERVANCY AND MUSEUM OF ART  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	FIRE SUPPRESSION AND HVAC	500,000
NEWMOURS FOUNDATION C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	PEDIATRIC NEUROSCIENCE CENTER	250,000
SUSSEX COUNTY HABITAT FOR HUMANITY  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	NEW RE-STORE	400,000
<b>Total</b> . . . . . ▶				41,766,022
<b>3a</b>				

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)				
<b>a</b> <i>Paid during the year</i>				
INTERFAITH COMMUNITY HOUSING OF DELAWARE C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	HOUSES AND PROGRAMS	300,000
YEAR UP INC C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	JOB TRAINING PROGRAM	400,000
GAUDENZIA INC C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	NEW BUILDING IN CLAYMONT	300,000
BOYS AND GIRLS CLUBS OF DELAWARE C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	ENERGY EFFICIENCY UPGRADES	250,000
MENTAL HEALTH ASSOCIATION OF DELAWARE C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	SUICIDE PREVENTION PROGRAM EXPANSION	153,537
<b>Total . . . . . ▶</b>				41,766,022
<b>3a</b>				

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)				
<b>a</b> <i>Paid during the year</i>				
GATEWAY HOUSE C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	BUILDING IMPROVEMENTS	150,000
LITTLE SISTERS OF THE POOR C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	BUILDING RENOVATIONS	150,000
THE SALVATION ARMY C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	COMPUTER EQUIPMENT	150,000
LORI'S HANDS C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	PATIENT / STUDENT PROGRAM	145,763
DELAWARE BREAST CANCER COALITION  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	PROGRAM EXPANSION	100,000
<b>Total</b> . . . . . ▶ <b>3a</b>				41,766,022

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)				
<b>a</b> <i>Paid during the year</i>				
YWCA OF DELAWARE C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	WAND PROGRAM	100,000
AMERICAN RED CROSS - DELMARVA CHAPTER  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	ERV PURCHASE	75,000
BRANDYWINE COUNSELING INC C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	MILFORD MEDICATION PROGRAM	75,000
NEWARK DAY NURSERY ASSOCIATION C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	FURNITURE AND STAFFING COSTS	62,411
MOM'S HOUSE INC OF WILMINGTON C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	SUPPLIES AND SALARIES	50,000
<b>Total . . . . .</b> ▶				41,766,022
<b>3a</b>				



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)				
<b>a</b> <i>Paid during the year</i>				
CAMP REHOBOTH C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	BUILDING REPAIRS	45,500
UNITED WAY OF CHESTER COUNTY C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	ANNUAL SUPPORT	45,000
DE STATEWIDE PROGRAMS ASSOCIATION  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	SOFTWARE DEVELOPMENT	40,000
VETERANS REENTRY RESOURCE ALLIANCE  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	MRT BEHAVIORAL PROGRAM	40,000
UNITED WAY OF SOUTHERN CHESTER COUNTY  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	ANNUAL SUPPORT	38,000
<b>Total</b> . . . . . ►				41,766,022
<b>3a</b>				

Form 990FP 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)				
<b>a</b> <i>Paid during the year</i>				
LAKE FOREST CHURCH ASSOCIATION C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	FOOD PANTRY EQUIPMENT	33,373
MILFORD SENIOR CENTER C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	KITCHEN EQUIPMENT	21,000
VETERANS AWARENESS CENTER C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	OPERATING SUPPORT	20,000
GIRLS INCORPORATED OF DELAWARE C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	COMPUTER PURCHASE	15,015
SCIENCE TECHNOLOGY AND RESEARCH INSTITUTE OF DELAWARE  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	RESEARCH CENTER START-UP	275,000
<b>Total . . . . . ▶</b>				41,766,022
<b>3a</b>				

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)				
<b>a</b> <i>Paid during the year</i>				
FORGOTTEN CATS INC C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	SUSSEX COUNTY SALARY AND EQUIPMENT	105,000
HISTORIC RED CLAY VALLEY INC C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	STEAM GENERATOR AND TRAIN REPAIRS	50,000
ROTARY CLUB OF WILMINGTON COMMUNITY FUND  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	PLAYGROUND UPGRADES	50,000
FORT DELAWARE SOCIETY C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	FLAG PRESERVATION	7,945
KENNETT FRIENDS MEETING C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	BUILDING REPAIRS	7,275
<b>Total . . . . . ▶</b>				41,766,022
<b>3a</b>				

Form 990FP 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)				
<b>a</b> <i>Paid during the year</i>				
LEWES HISTORICAL SOCIETY C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	RENOVATIONS FOR NEW MUSEUM	200,000
SEAFORD HISTORICAL SOCIETY C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	NEW BUILDING	200,000
DELAWARE ARTS ALLIANCE C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	OPERATING SUPPORT	75,000
OVERFALLS MARITIME MUSEUM FOUNDATION  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	ICCP SYSTEM	50,200
KENNETT SYMPHONY ORCHESTRA C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	ANNUAL SUPPORT	20,000
<b>Total . . . . . ▶</b>				41,766,022
<b>3a</b>				

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CHESTER COUNTY ART ASSOCIATION C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	PROGRAM SUPPORT	16,300
UNIVERSITY OF DELAWARE C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	NEW AGRICULTURAL CENTER	1,500,000
EAST SIDE COMMUNITY LEARNING CENTER  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	OPERATING SUPPORT	400,000
FRIERE FOUNDATION C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	TWO TEACHERS' SALARIES	300,000
DELAWARE ASSOCIATION FOR THE EDUCATION OF YOUNG CHILDREN  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	MARKETING AND DEVELOPMENT SALARY	130,000
<b>Total . . . . . ▶</b>				41,766,022
<b>3a</b>				

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
FIRST STATE MILITARY ACADEMY C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	OPERATING SUPPORT	125,000
BAYHEALTH FOUNDATION C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	NEW MILFORD FACILITY	1,000,000
MILFORD HOUSING DEVELOPMENT CORPORATION  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	CAPACITY BUILDING	450,000
NATIONAL COUNCIL ON AGRICULTURAL LIFE AND LABOR RESEARCH FUND INC  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	LOAN FUND	400,000
DELAWARE CENTER FOR HOMELESS VETERANS  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	BUILDING RENOVATIONS	350,000
<b>Total . . . . . ▶</b>				41,766,022
<b>3a</b>				

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
DELAWARE ALLIANCE FOR NONPROFIT ADVANCEMENT  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	CAPACITY BUILDING	300,000
MODERN MATURITY CENTER C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	CAPITAL IMPROVEMENTS	300,000
GENERATIONS HOME CARE INC C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	SALARY AND OFFICE EXPENSES	200,000
HARRY K FOUNDATION C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	EXECUTIVE DIRECTOR SALARY	200,000
THE ELIZABETH W MURPHEY SCHOOL INC  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	PRIVATE OPERATING FD	BUILDING ROOF REPAIRS	133,000
<b>Total . . . . . ▶</b>				41,766,022
<b>3a</b>				

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
READ ALOUD DELAWARE C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	MAJOR GIFTS OFFICER SALARY FOR 3 YEARS	125,000
HOWARD J WESTON COMMUNITY AND SENIOR CENTER  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	HVAC / BUILDING RENOVATIONS	100,000
LA ESPERANZA INC C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	IMMIGRANT SPECIALIST SALARY	100,000
VISION TO LEARN C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	MOBILE VISION PROGRAM	100,000
CANCER SUPPORT COMMUNITY DELAWARE  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	HEALTH AND WELLNESS PROGRAM	90,000
<b>Total . . . . . ▶</b>				41,766,022
<b>3a</b>				



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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
4 YOUTH PRODUCTIONS C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	EQUIPMENT AND OPERATING EXPENSES	79,671
FRIENDS BOARDING HOUSE OF WESTERN QUARTER  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	PASSAGEWAY BETWEEN BUILDINGS	75,000
THE HOME OF THE BRAVE FOUNDATION INC  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	WOMEN'S FACILITY	50,000
CHALLENGE PROGRAM C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	MARKETING EXPENSES FOR NEW FURNITURE LINE	45,000
MEALS ON WHEELS DELAWARE INC C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	WEBSITE / COMPUTER PROGRAM UPDATES	44,000
<b>Total . . . . . ▶</b>				41,766,022
<b>3a</b>				

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
LUTHER FOUNDATION OF SOUTHERN CHESTER COUNTY  C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	SEPARATION OF BUILDING FIRE AND NURSES CALL SYSTEMS	33,000
LUTHERAN CHURCH OF OUR SAVIOR C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	ESL PROGRAM	15,000
OPERATION HOMEFRONT C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	OPERATING EXPENSES	10,000
HAGLEY MUSEUM AND LIBRARY C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	IN MEMORY OF EDWARD DU PONT	92,000
THE CONSERVATION FUND C/O LONGWOOD FOUNDATION 100 WEST 10TH STREET WILMINGTON, DE 19801	N/A - NO INDIVIDUAL RECIPIENT	509(A)(1) ORG	PURCHASE OF LAND FOR CONSERVATION	500,000
<b>Total . . . . . ▶</b>				41,766,022
<b>3a</b>				

**TY 2016 Accounting Fees Schedule****Name:** LONGWOOD FOUNDATION INC**EIN:** 51-0066734

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ACCOUNTING	25,175	12,588		12,587

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

## TY 2016 Expenditure Responsibility Statement

**Name:** LONGWOOD FOUNDATION INC

**EIN:** 51-0066734

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
THE ELIZABETH W MURPHEY SCHOOL INC	42 KINGS HIGHWAY DOVER, DE 19901	2017-05-30	133,000	EMERGENCY ROOF REPAIRS	133,000	NO	6/30/2017	2017-06-30	FUNDS SPENT ON SPECIFIED PURPOSE

**TY 2016 General Explanation Attachment****Name:** LONGWOOD FOUNDATION INC**EIN:** 51-0066734**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1		FORM 990-PF, PART VII-A, LINE 12	THE FOUNDATION MADE GRANTS TO THE DELAWARE COMMUNITY FOUNDATION TO SET ASIDE BOTH CAPITAL AND OPERATING FUNDS FOR THE COMMUNITY EDUCATION BUILDING BASED ON THAT ORGANIZATION'S BUDGET FOR THE NEXT FIVE YEARS

**TY 2016 Investments Corporate Stock Schedule****Name:** LONGWOOD FOUNDATION INC**EIN:** 51-0066734

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
STOCKS	51,187,093	51,187,093

**TY 2016 Investments - Other Schedule****Name:** LONGWOOD FOUNDATION INC**EIN:** 51-0066734

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
GLOBAL EQUITY FUNDS	FMV	134,991,344	134,991,344
MUTUAL FUND SHARES	FMV	498,956,270	498,956,270

**TY 2016 Legal Fees Schedule****Name:** LONGWOOD FOUNDATION INC**EIN:** 51-0066734

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
LEGAL	3,515	1,758		1,757



**TY 2016 Other Expenses Schedule****Name:** LONGWOOD FOUNDATION INC**EIN:** 51-0066734**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COMPUTER SERVICES	1,032	516		516
SUPPLIES AND EQUIPMENT	21,596	10,798		10,798
COMPUTER EQUIPMENT	3,123	1,562		1,561
MISCELLANEOUS	9,023	4,512		4,511
TELEPHONE	12,540	6,770		6,770
INSURANCE	12,044	6,022		6,022
PROFESSIONAL DEVELOPMENT	2,460	1,230		1,230
DUES & SUBSCRIPTIONS	24,778	12,389		12,389
ACCELERATE DELAWARE EVENTS	333,624	0		333,624

**TY 2016 Other Income Schedule****Name:** LONGWOOD FOUNDATION INC**EIN:** 51-0066734**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER K-1 INCOME (EXPENSE)	1,000,137	1,000,137	1,000,137
GROSS INCOME FROM SPECIAL FUNDRAISING EVENTS	8,943		8,943

**TY 2016 Other Increases Schedule****Name:** LONGWOOD FOUNDATION INC**EIN:** 51-0066734

Description	Amount
UNREALIZED GAIN ON INVESTMENTS	62,833,393
RESCINDED GRANTS	288,255

**TY 2016 Other Professional Fees Schedule****Name:** LONGWOOD FOUNDATION INC**EIN:** 51-0066734

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
INVESTMENT MANAGEMENT FEES	3,849,294	3,849,294		0
CONSULTANT FEES	235,132	0		235,132
BANK SERVICE FEES	17,856	17,856		0
COMPUTER CONSULTANT	43,474	21,737		21,737

**TY 2016 Taxes Schedule****Name:** LONGWOOD FOUNDATION INC**EIN:** 51-0066734

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
EXCISE TAXES	328,604	0		0
PAYROLL TAXES	42,856	21,428		21,428