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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-0052

2007

For calendar year 2007, or tax year beginning , 2007, and ending , 20

G Check all that apply: ☐ Initial return ☐ Final return ☒ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation The Nutting Foundation		A Employer identification number 31 : 1683582
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (304) 233-0100
	City or town, state, and ZIP code Wheeling, WV 26003		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H 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			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 13,494,551		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (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) (see page 11 of the instructions))

	(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 (attach schedule)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	76,920	76,920		
4 Dividends and interest from securities	139,445	139,445		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	33,892			
b Gross sales price for all assets on line 6a	35,519			
7 Capital gain net income (from Part IV, line 2)		33,892		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	250,257	250,257	N/A	
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)	68	68		
b Accounting fees (attach schedule)	2,678	2,678		
c Other professional fees (attach schedule)	1,883	1,883		
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	1,660			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	87,909	87,884		25
24 Total operating and administrative expenses. Add lines 13 through 23	94,198	92,513	N/A	25
25 Contributions, gifts, grants paid	696,000			696,000
26 Total expenses and disbursements. Add lines 24 and 25	790,198	92,513	N/A	696,025
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	(539,941)			
b Net investment income (if negative, enter -0-)		157,744		
c Adjusted net income (if negative, enter -0-)			N/A	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Cat No 11289X

Form **990-PF** (2007)

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

		Beginning of year	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	1,204,552	746,275	746,275
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	4,129,501	4,490,964	10,695,868
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	1,708,000	1,765,592	1,972,408
	14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶ Program-Related Investments)	405,000	80,000	80,000	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	7,447,053	7,082,831	13,494,551	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	-0-	-0-	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" 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	7,447,053	7,082,831	
	30 Total net assets or fund balances (see page 17 of the instructions)	7,447,053	7,082,831	
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	7,447,053	7,082,831		

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	7,447,053
2 Enter amount from Part I, line 27a	2	(539,941)
3 Other increases not included in line 2 (itemize) ▶ Partnership Schedule M-1 Items	3	175,719
4 Add lines 1, 2, and 3	4	7,082,831
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	7,082,831

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 See Attached Schedule				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			33,892	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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			33,892	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	33,892
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). 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 does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 18 of 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))
2006	652,856	12,976,304	.050311
2005	424,396	13,060,921	.032494
2004	885,285	13,043,947	.067869
2003	889,389	11,292,498	.078759
2002	662,498	11,790,950	.056187
2 Total of line 1, column (d)			2 .285620
3 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			3 .057124
4 Enter the net value of noncharitable-use assets for 2007 from Part X, line 5			4 13,425,958
5 Multiply line 4 by line 3			5 766,944
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,577
7 Add lines 5 and 6			7 768,521
8 Enter qualifying distributions from Part XII, line 4 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 on page 18.			8 696,025

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary—see instructions)	1	3,155
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	-0-
3 Add lines 1 and 2	3	3,155
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	3,155
6 Credits/Payments:		
a 2007 estimated tax payments and 2006 overpayment credited to 2007	6a	1,630
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d. Tax paid w/o R. - 1,525	7	3,155
8 Enter any penalty for underpayment of estimated tax. Check here <input 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	-0-
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	-0-
11 Enter the amount of line 10 to be: Credited to 2008 estimated tax Refunded	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?		<input checked="" type="checkbox"/>
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		<input checked="" type="checkbox"/>
c Did the foundation file Form 1120-POL for this year?		<input checked="" type="checkbox"/>
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ <u>N/A</u> (2) On foundation managers. ▶ \$ <u>N/A</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ <u>N/A</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	<input checked="" type="checkbox"/>
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	<input checked="" type="checkbox"/>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	<input checked="" type="checkbox"/>
b If "Yes," has it filed a tax return on Form 990-T for this year? <u>N/A</u>	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	<input checked="" type="checkbox"/>
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	<input checked="" type="checkbox"/>
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	<input checked="" type="checkbox"/>
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ <u>West Virginia</u>		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	8b	<input checked="" type="checkbox"/>
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 2007 or the taxable year beginning in 2007 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>	9	<input checked="" type="checkbox"/>
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	<input checked="" type="checkbox"/>

Part VII-A Statements Regarding Activities (continued)

11a	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 page 20 of the instructions)	11a		✓
b	If "Yes," did the foundation have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in the attachment for line 11a? <i>N/A</i>	11b		
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract?	12		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	
Website address ▶ <i>N/A</i>				
14	The books are in care of ▶ Robert M. Nutting, President	Telephone no. ▶	304-233-010	
	Located at ▶ The Nutting Foundation, 1500 Main Street, Wheeling, WV	ZIP+4 ▶	26003-2826	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here	▶ <input type="checkbox"/>		
	and enter the amount of tax-exempt interest received or accrued during the year	▶ 15		

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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" 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 page 22 of the instructions)?	1b	✓
	Organizations relying on a current notice regarding disaster assistance check here	▶ <input type="checkbox"/>	
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 2007?	1c	✓
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2007, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2007? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	If "Yes," list the years ▶ 20...., 20...., 20...., 20....		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions) <i>N/A</i>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20...., 20...., 20...., 20.... <i>N/A</i>		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2007 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2007.)	3b	✓
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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 2007?	4b	✓

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 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐ **5b****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 **N/A**
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 **6b**
If you answered "Yes" to 6b, also 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 **7b** **N/A****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 page 23 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Robert M. Nutting 1500 Main Street, Wheeling, WV 26003	President-2	-0-	-0-	-0-
William O. Nutting 1500 Main Street, Wheeling, WV 26003	Secretary-.5	-0-	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
		None		

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter

"NONE." (a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
.....		None
.....		
.....		
.....		
.....		

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	None
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	None
2	
All other program-related investments. See page 24 of the instructions. 3	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	10,810,010
b	Average of monthly cash balances	1b	962,803
c	Fair market value of all other assets (see page 25 of the instructions)	1c	1,857,601
d	Total (add lines 1a, b, and c)	1d	13,630,414
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	-0-
3	Subtract line 2 from line 1d	3	13,630,414
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	204,456
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,425,958
6	Minimum investment return. Enter 5% of line 5	6	671,298

Part XI Distributable Amount (see page 25 of the 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	671,298
2a	Tax on investment income for 2007 from Part VI, line 5	2a	3,155
b	Income tax for 2007. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,155
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	668,143
4	Recoveries of amounts treated as qualifying distributions	4	325,000
5	Add lines 3 and 4	5	993,143
6	Deduction from distributable amount (see page 25 of the instructions)	6	-0-
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	993,143

Part XII Qualifying Distributions (see page 26 of the 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	696,025
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	-0-
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	-0-
b	Cash distribution test (attach the required schedule)	3b	-0-
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	696,025
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	-0-
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	696,025

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2006	(c) 2006	(d) 2007
1 Distributable amount for 2007 from Part XI, line 7				993,143
2 Undistributed income, if any, as of the end of 2006:				
a Enter amount for 2006 only			694,887	
b Total for prior years: 20____, 20____, 20____		-0-		
3 Excess distributions carryover, if any, to 2007:				
a From 2002				
b From 2003				
c From 2004				
d From 2005				
e From 2006				
f Total of lines 3a through e	-0-			
4 Qualifying distributions for 2007 from Part XII, line 4: ► \$ 696,025				
a Applied to 2006, but not more than line 2a			694,887	
b Applied to undistributed income of prior years (Election required—see page 27 of the instructions)		-0-		
c Treated as distributions out of corpus (Election required—see page 27 of the instructions)	-0-			
d Applied to 2007 distributable amount	-0-			1,138
e Remaining amount distributed out of corpus	-0-			
5 Excess distributions carryover applied to 2007. (If an amount appears in column (d), the same amount must be shown in column (a).)	-0-			-0-
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	-0-			
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 page 27 of the instructions		-0-		
e Undistributed income for 2006. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			-0-	
f Undistributed income for 2007. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2008				992,005
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	-0-			
8 Excess distributions carryover from 2002 not applied on line 5 or line 7 (see page 27 of the instructions)	-0-			
9 Excess distributions carryover to 2008. Subtract lines 7 and 8 from line 6a	-0-			
10 Analysis of line 9:				
a Excess from 2003				
b Excess from 2004				
c Excess from 2005				
d Excess from 2006				
e Excess from 2007				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) **N/A**

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2007, enter the date of the ruling ▶

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

	Tax year				(e) Total
	(a) 2007	(b) 2006	(c) 2005	(d) 2004	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter $\frac{1}{3}$ 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 page 28 of the 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. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Attached				696,000
Total			▶ 3a	696,000
b <i>Approved for future payment</i> N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Unrelated business income		Excluded by section 512, 513, or 514		(e)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
1 Program service revenue:				
a _____				
b _____				
c _____				
d _____				
e _____				
f _____				
g Fees and contracts from government agencies				
2 Membership dues and assessments				
3 Interest on savings and temporary cash investments		14	76,920	
4 Dividends and interest from securities		14	139,445	
5 Net rental income or (loss) from real estate:				
a Debt-financed property				
b Not debt-financed property				
6 Net rental income or (loss) from personal property				
7 Other investment income				
8 Gain or (loss) from sales of assets other than inventory		18	33,892	
9 Net income or (loss) from special events				
10 Gross profit or (loss) from sales of inventory				
11 Other revenue: a _____				
b _____				
c _____				
d _____				
e _____				
12 Subtotal. Add columns (b), (d), and (e)			250,257	
13 Total. Add line 12, columns (b), (d), and (e)				250,257

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

[illegible]

Exempt Organizations		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash			✓
(2) Other assets			✓
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization			✓
(2) Purchases of assets from a noncharitable exempt organization			✓
(3) Rental of facilities, equipment, or other assets			✓
(4) Reimbursement arrangements			✓
(5) Loans or loan guarantees			✓
(6) Performance of services or membership or fundraising solicitations			✓
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees			✓
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]

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

b If “Yes,” complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
	N/A	

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 or fiduciary) is based on all information of which preparer has any knowledge.

Sign Here

Sign Here	<div style="border-bottom: 1px solid black; display: flex; justify-content: space-between; align-items: center;"> R N 8/24/15 </div> <div style="display: flex; justify-content: space-between; font-size: 0.8em;"> Signature of officer or trustee Date </div>	<div style="border-bottom: 1px solid black; display: flex; justify-content: space-between; align-items: center;"> President </div> <div style="display: flex; justify-content: space-between; font-size: 0.8em;"> Title </div>
	<div style="display: flex; justify-content: space-between;"> <div style="width: 45%;"> <div style="border-bottom: 1px solid black; padding-bottom: 5px;"> <div style="display: flex; align-items: center;"> Paid Preparer's Use Only <div style="border: 1px solid black; padding: 5px; flex-grow: 1;"> Preparer's signature </div> </div> </div> <div style="border-bottom: 1px solid black; padding-bottom: 5px;"> Firm's name (or yours if self-employed), address, and ZIP code </div> </div> <div style="width: 50%;"> <div style="border-bottom: 1px solid black; padding-bottom: 5px;"> Date </div> <div style="border-bottom: 1px solid black; padding-bottom: 5px;"> Check if self-employed <input type="checkbox"/> </div> <div style="border-bottom: 1px solid black; padding-bottom: 5px;"> Preparer's SSN or PTIN (See Signature on page 30 of the instructions.) </div> </div> </div> <div style="display: flex; justify-content: space-between; margin-top: 10px;"> <div style="width: 65%; border-bottom: 1px solid black; padding-bottom: 5px;"> EIN </div> <div style="width: 30%; border-bottom: 1px solid black; padding-bottom: 5px;"> Phone no. () </div> </div>	

	(a) Revenue And Expenses	(b) Net Investment Income	(d) Disbursements For Charitable Purposes
<u>Part I, Line 16(a)- Legal Fees</u>			
Partnership legal fees	<u>\$68</u>	<u>\$68</u>	<u>\$0</u>
<u>Part I, Line 16(b)- Accounting Fees</u>			
Partnership audit fees	\$1,377	\$1,377	\$0
Partnership accounting fees	1,301	1,301	0
Total Accounting Fees	<u>\$2,678</u>	<u>\$2,678</u>	<u>\$0</u>
<u>Part I, Line 16(c)- Other Professional Fees</u>			
Investment and Management Advisory Services	<u>\$1,883</u>	<u>\$1,883</u>	<u>\$0</u>
<u>Part I, Line 18- Taxes</u>			
2006 tax on investment income	\$30		
2007 tax on investment income	1,630		
Total Taxes	<u>\$1,660</u>		
<u>Part I, Line 23, Other Expenses</u>			
Miscellaneous- WV Annual Corporation License tax	\$25	\$0	\$25
Partnership management expenses	86,972	86,972	0
Partnership miscellaneous expenses	912	912	0
Total Other Expenses	<u>\$87,909</u>	<u>\$87,884</u>	<u>\$25</u>

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FEIN: 31-1683582

Part II, Line 10b, Investments-Corporate Stock

<u>Corporation Name</u>	<u>Number Of Shares At 12/31/07</u>	<u>Book Value At 12/31/07</u>	<u>Fair Market Value At 12/31/07</u>
IShares Trust-Russell 2000 Index	10,000	\$472,119	\$759,200
Standard & Poor's Depository Receipts-SPDR Trust	25,500	3,280,832	3,728,355
United Bankshares, Inc.	20,000	353,412	560,400
The Nutting Company, Inc.	225	22,500 *	5,271,525
Nuveen Qual. Preferred Income Fund 2	2	50,000	50,000
AU Optronics Corp. ADR	107	1,733	2,054
America Movil S.A.B. ADR	53	3,130	3,254
Anglo American PLC ADR	54	1,645	1,640
Baidu.com ADR	1	319	390
Banco ITAU Holding ADR PLC ADR	52	1,076	1,345
CNOOC LTD ADR	9	1,012	1,507
Cathay Financial GDR	48	1,256	1,015
Cemex S.A.B. ADR	25	800	646
China Life Insurance Co. ADR	14	840	1,071
China Mobil LTD ADR	61	3,475	5,299
Chunghwa Telecom Co. LTD ADR	62	1,047	1,134
Companhia Energetica ADR	88	1,759	1,625
Companhia Vale Di Rio ADR	102	2,376	3,332
DBS Group Holding LTD ADR	18	1,113	1,035
Desarrolladora Homex ADR	24	1,282	1,187
Focus Media Holding ADR	6	342	341
Fomento Economico Mexicano S.A.B. ADR	32	1,121	1,222
Gafisa S.A. ADR	49	1,483	1,835
Gazprom OAO ADR	133	5,727	7,488
Gerdau S.A. ADR	29	722	841
Gold Fields LTD ADR	87	1,436	1,235
Grupo Televisa S.A. ADR	75	1,891	1,783
Hon Hai Precision Global Depository	271	3,571	3,360
Huaneng Power Int'l. ADR	31	1,357	1,280
Icici Bank LTD ADR	29	1,346	1,784
Impala Platinum Holdings LTD ADR	53	1,807	1,840
JSC Mining & Smelting ADR	6	1,451	1,625
Kookmin Bank ADR	62	5,251	4,546
Korea Electric Power Corp. ADR	78	1,816	1,626
LG Philips LCD Co. ADR	83	1,823	2,156
Mobile Telesystems OJSC ADR	24	1,494	2,443
MTN Group LTD ADR	40	799	750
Net Servicios De Comunicaca S.A. ADR	33	450	395
Lukoil Oil ADR	16	1,252	1,352
Vimpel Communications SP ADR	78	1,625	3,245
Posco ADR	20	2,754	3,008
PT Telekomunikasi Indonesia ADR	70	3,196	2,941
PetroChina Co. LTD ADR	10	1,468	1,755
Petroleo Brasileiro S.A. ADR	69	3,733	6,639
Phillippine Long Distance Tel. Co. ADR	12	682	909
Reliance Inds.LTD Global Dep. Receipts	20	2,172	2,955
SK Telecom LTD ADR	61	1,718	1,820
Samsung Electronics LTD GDR	15	4,957	4,391
Subtotal		4,259,170	10,461,579

Part II, Line 10b, Investments-Corporate Stock

<u>Corporation Name</u>	<u>Number Of Shares At 12/31/07</u>	<u>Book Value At 12/31/07</u>	<u>Fair Market Value At 12/31/07</u>
Subtotal from previous page		4,259,170	10,461,579
Sasol LTD ADR	20	728	989
Shinhan Financial Group LTD ADR	29	3,522	3,325
Siliconware Precision Industries ADR	96	911	853
Sohu.com, Inc.	6	291	327
State Bank Of India GDR	10	1,158	1,220
Sterlite Industries India LTD ADS	74	1,478	1,929
Sun Hung Kai Properties LTD ADR	65	1,158	1,380
TMK OAO Global Depositary Receipts	11	443	495
Taiwan Semiconductor Mfg. Co. LTD ADR	121	1,208	1,205
Tenaris S.A. ADR	15	739	671
Turkcell Iletism Hizmet ADR	149	2,806	4,108
Unibanco Uniao De Bancos Brasileiros S.A.	11	1,263	1,536
Yanzhou Coal Mining Co. LTD ADR	12	1,234	1,165
India Fund, Inc.	30	1,699	1,868
IShares MSCI Malaysia Free Index Fund	72	826	917
IShares TRFTSE Xinhau HK China 25 Index	10	1,420	1,704
Harbor International Fund	2,977.481	210,910	210,597
Total		<u>\$4,490,964</u>	<u>\$10,695,868</u>

* Book value above represents value recorded at time of receipt of donated securities.

Part II, Line 13, Investments-Other

	<u>Partnership % At 12/31/07</u>	<u>Book Value At 12/31/07</u>	<u>Fair Market Value At 12/31/07</u>
Partnership in Birchmere Ventures II, LP	3.235720%	\$1,032,030 #	\$1,039,646
Partnership in Birchmere Ventures III, LP	2.784091%	490,629 #	689,829
Investment in Avista Capital Partners Offshore Feeder Fund		242,933	242,933
Total		<u>\$1,765,592</u>	<u>\$1,972,408</u>

Book value above represents capital account balance at 12/31/07 per Schedule K-1.

Part IV, Line 1a, Capital Gains and Losses for Tax on Investment Income

(a) Property Sold	(b) How Acquired P/D	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Deprec. Allowed	(g) Cost/ Basis	(h) Gain/ (Loss)	(i) FMV 12/31/69	(j) Adjusted Basis 12/31/69	(k) Col.(i) Over Col.(j)	(l) Gains/ (Losses)
Publicly Traded Securities				35,519		32,250	3,269				3,269
Partnership Long-Term Capital Loss	P						(47,934)				(47,934)
Partnership Long-Term Gain	P						68,970				68,970
Capital Gain Distribution-Harbor International Fund	P						8,516				8,516
Capital Gain Distribution-Nuveen Preferred Inc. Fund	P						840				840
Capital Gain Distribution-India Fund	P						231				231
Total Line 1a							<u>33,892</u>				<u>33,892</u>

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Part XV, 3a – Grants and Contributions Paid During The Year

<u>Recipient Name and Address</u>	<u>If Recipient is Individual – Show Relationship</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
West Virginia University Foundation One Waterfront Place – 7 th FL P. O. Box 1650 Morgantown, WV 26507-1650	N/A	Exempt	To support the Ogden Seminar Series presented by the School of Journalism	\$ 10,000
The Nature Conservancy of WV P. O. Box 250 Elkins, WV 26241	N/A	Exempt	For general operating use of recipient organization	5,000
St. Albans School Mount St. Alban Washington, D.C. 20016-5095	N/A	Exempt	For general operating use of recipient organization	2,500
Williams College Development Office 75 Park Street Williamstown, MA 01267-2114	N/A	Exempt	For general operating use of recipient organization	6,000
Williams College Development Office 75 Park Street Williamstown, MA 01267-2114	N/A	Exempt	For general operating use of recipient organization	2,500
Phillips Exeter Academy 20 Main Street Exeter, NH 03833	N/A	Exempt	For general operating use of recipient organization	2,500
2007-2008 Harvard College Fund 124 Mount Auburn Street Cambridge, MA 02138-5795	N/A	Exempt	For general operating use of recipient organization	25,000
Texas Heart Institute Texas Medical Center, MC3-117 Post Office Box 20345 Houston, TX 77225-0345	N/A	Exempt	For Research and/or Greatest Need	5,000

<u>Recipient Name and Address</u>	<u>If Recipient is Individual – Show Relationship</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
Williams College Alumni Relations and Development 75 Park Street Williamstown, MA 01267-2114	N/A	Exempt	Designated for the Nutting Family Fund for Student Enrichment	100,000
The UCLA Foundation/Law Fund 5126 c/o UCLA School of Law 405 Hilgard Avenue Los Angeles, CA 90099-4973	N/A	Exempt	For general operating use of recipient organization	2,500
2007-2008 Hotchkiss Fund c/o The Hotchkiss School P. O. Box 800 Lakeville, CT 06039-0800	N/A	Exempt	For general operating use of recipient organization	2,500
WV Independent Colleges and Universities Huntington Square, Suite 805 900 Lee Street Charleston, WV 25301	N/A	Exempt	Designated for Bethany College Annual Fund 2007-2008	15,000
The Pittsburgh Foundation Donor Services Officer Five PPG Place, Suite 250 Pittsburgh, PA 15222-5414	N/A	Exempt	Designated for the Robert M. Nutting Family Fund	15,000
The T. Rowe Price Program for Charitable Giving P. O. Box 17115 Baltimore, MD 21297-1115	N/A	Exempt	Designated for The Nutting Charitable Gift Fund	72,500
Carnegie Museum of Natural History 4400 Forbes Avenue Pittsburgh, PA 15213-4080	N/A	Exempt	Designated for the <i>Building the Future</i> campaign.	5,000
The Pittsburgh Foundation Donor Services Officer Five PPG Place, Suite 250 Pittsburgh, PA 15222-5414	N/A	Exempt	Designated for creation of the Nutting Family Fund	400,000
WV Independent Colleges and Universities Huntington Square, Suite 805 900 Lee Street Charleston, WV 25301	N/A	Exempt	Designated for Bethany College Annual Fund 2006-2007	15,000

<u>Recipient Name and Address</u>	<u>If Recipient is Individual – Show Relationship</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
WV Independent Colleges and Universities Huntington Square, Suite 805 900 Lee Street Charleston, WV 25301	N/A	Exempt	Designated for the Circle of Vision Scholarship program	10,000
TOTAL				<u>\$696,000</u>