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

2012

Open to public Inspection

For calendar year 2012 or tax year beginning , **and ending**

Name of foundation
THE MARY MORTON PARSONS FOUNDATION

A Employer identification number
54-1530891

Number and street (or P O box number if mail is not delivered to street address)
901 EAST CARY STREET, ONE JAMES CENTER

Room/suite
1404

B Telephone number
(804)780-2000

City or town, state, and ZIP code
RICHMOND, VA 23219-4037

C If exemption application is pending, check here ▶ [ ]

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

D 1 Foreign organizations, check here ▶ [ ]
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 93,223,709.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) *(Part I, column (d) must be on cash basis.)*

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,662,690.	1,662,690.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	4,116,303.			
	b Gross sales price for all assets on line 6a 21,715,012.				
	7 Capital gain net income (from Part IV, line 2)		4,116,303.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	<6,969.>	<6,969.>		STATEMENT 2
	12 **Total** Add lines 1 through 11	5,772,024.	5,772,024.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	59,965.	59,965.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	18,836.	18,836.		0.
	c Other professional fees				
	17 Interest	215.	215.		0.
	18 Taxes STMT 4	59,460.	5,228.		0.
	19 Depreciation and depletion				
	20 Occupancy	30,641.	30,641.		0.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	320,162.	320,162.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	489,279.	435,047.		0.
	25 Contributions, gifts, grants paid	4,609,000.			4,609,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	5,098,279.	435,047.		4,609,000.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	673,745.			
	b **Net investment income** (if negative, enter -0-)		5,336,977.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	649,406.	480,476.	480,476.
	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			
	7 Other notes and loans receivable ▶			
	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 STMT 8	838,247.	0.	0.
	b Investments - corporate stock STMT 9	66,450,323.	73,639,223.	73,639,223.
	c Investments - corporate bonds STMT 10	12,314,325.	13,700,893.	13,700,893.
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	4,503,045.	5,386,336.	5,386,336.
	14 Land, buildings, and equipment: basis ▶ 13,033.			
	Less accumulated depreciation STMT 12 ▶ 4,655.	10,240.	8,378.	8,379.
	15 Other assets (describe ▶ STATEMENT 13)	17,415.	8,402.	8,402.
	16 **Total assets** (to be completed by all filers)	84,783,001.	93,223,708.	93,223,709.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable	925,000.	1,900,000.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 14)	325,657.	238,444.	
	23 **Total liabilities** (add lines 17 through 22)	1,250,657.	2,138,444.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ [X] **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	83,532,344.	91,085,264.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	83,532,344.	91,085,264.	
	31 **Total liabilities and net assets/fund balances**	84,783,001.	93,223,708.	

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	83,532,344.
2 Enter amount from Part I, line 27a	2	673,745.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	7,776,117.
4 Add lines 1, 2, and 3	4	91,982,206.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	896,942.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	91,085,264.

Form **990-PF** (2012)

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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				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	21,715,012.		17,598,709.	4,116,303.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				4,116,303.

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	4,116,303.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	4,397,155.	89,328,196.	.049225
2010	3,884,215.	80,381,197.	.048322
2009	3,257,500.	71,447,085.	.045593
2008	4,314,692.	88,219,079.	.048909
2007	4,804,956.	98,752,571.	.048657

2 Total of line 1, column (d)	2	.240706
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	.048141
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	89,179,672.
5 Multiply line 4 by line 3	5	4,293,199.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	53,370.
7 Add lines 5 and 6	7	4,346,569.
8 Enter qualifying distributions from Part XII, line 4	8	4,609,000.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI | Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ____ **(attach copy of letter if necessary-see instructions)**			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	53,370.
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	53,370.
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	53,370.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 61,936.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	61,936.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	8,566.
11 Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 8,566. **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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ VA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ AMY NISENSON Telephone no. ▶ 804-780-2035
Located at ▶ 901 E. CARY STREET, SUITE 1404, RICHMOND, VA ZIP+4 ▶ 23219-4037

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 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 2012.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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)? ☐ 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)? N/A — 5b
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53 4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? — 6b — No: X
If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A — 7b

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.

(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
THURSTON R. MOORE, ESQ. 901 EAST CARY STREET, SUITE 1404 RICHMOND, VA 23219	PRESIDENT 1.00	0.	0.	0.
CHARLES F. WITTHOEFFT, ESQ. 901 EAST CARY STREET, SUITE 1404 RICHMOND, VA 23219	VICE PRES/SECRETARY 1.00	0.	0.	0.
MRS. PALMER P. GARSON 901 EAST CARY STREET, SUITE 1404 RICHMOND, VA 23219	TREASURER 1.00	0.	0.	0.
MRS. AMY P. NISENSON 901 EAST CARY STREET, SUITE 1404 RICHMOND, VA 23219	EXECUTIVE DIRECTOR 20.00	59,965.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	84,093,140.
b	Average of monthly cash balances	1b	1,904,750.
c	Fair market value of all other assets	1c	4,539,848.
d	**Total** (add lines 1a, b, and c)	1d	90,537,738.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	90,537,738.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,358,066.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	89,179,672.
6	**Minimum investment return.** Enter 5% of line 5	6	4,458,984.

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

1	Minimum investment return from Part X, line 6	1	4,458,984.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 53,370.		
b	Income tax for 2012. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	53,370.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,405,614.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	4,405,614.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	4,405,614.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	4,609,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,609,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	53,370.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,555,630.

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				4,405,614.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			228,907.	
b Total for prior years: ___, ___, ___		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 4,609,000.				
a Applied to 2011, but not more than line 2a			228,907.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				4,380,093.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (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 instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				25,521.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (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 of the person to whom applications should be addressed:

AMY NISENSON
901 EAST CARY STREET, SUITE 1404, RICHMOND, VA 232194037

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

LETTER

c Any submission deadlines:

NONE

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

NONE

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED SCHEDULE	NONE	501(C)(3)	VARIOUS	4,609,000.
Total			▶ 3a	4,609,000.
b *Approved for future payment*				
SEE ATTACHED SCHEDULE	NONE	501(C)(3)	VARIOUS	8,288,100.
Total			▶ 3b	8,288,100.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	1,662,690.	
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			01	<6,969.>	
8 Gain or (loss) from sales of assets other than inventory			18	4,116,303.	
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)		0.		5,772,024.	0.

13 **Total**. Add line 12, columns (b), (d), and (e) 13 5,772,024.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) 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	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Amy P. Nisenson | 5/6/13 | Executive Director

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
THOMAS M. DENSON	[signature]	5/3/13		P00443600
Firm's name ▶ KEITER, STEPHENS, HURST, GARY & SHREAVES, P			Firm's EIN ▶ 54-1631262	
Firm's address ▶ P.O. BOX 32066 RICHMOND, VA 23294-2066			Phone no. (804)747-0000	

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	DAVENPORT - SEE ATTACHED		VARIOUS	VARIOUS
b	DAVENPORT - SEE ATTACHED		VARIOUS	VARIOUS
c	FROM K-1 - EWF PARTNERS II LLC - LONG-TERM GAIN	P	VARIOUS	VARIOUS
d	FROM K-1 - EWF PARTNERS II LLC - SHORT-TERM LOSS	P	VARIOUS	VARIOUS
e	FROM K-1 - EWF PARTNERS II LLC - SECTION 1231 GAI	P	VARIOUS	VARIOUS
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	4,141,360.		3,651,130.	490,230.
b	17,513,796.		13,907,309.	3,606,487.
c	59,839.			59,839.
d			40,270.	<40,270.>
e	17.			17.
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				490,230.
b				3,606,487.
c				59,839.
d				<40,270.>
e				17.
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter "-0-" in Part I, line 7 }	2	4,116,303.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

223591
05-01-12

2012 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
11	GRANTS SOFTWARE	070110	167	84M	43	13,033.			13,033.	2,793.		1,862.
	* TOTAL 990-PF PG 1 DEPR & AMORT					13,033.		0.	13,033.	2,793.	0.	1,862.

228102
05-01-12

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

DAVENPORT
& COMPANY LLC
EST. 1863 • MEMBER: NYSE • FINRA • SIPC

REALIZED GAINS AND LOSSES
THE MARY MORTON PARSONS FDN THURSTON R MOORE ESQ
HUNTON & WILLIAMS LLP RIVERFRONT PLAZA EAST TOWER
5600-8951-AR49-DAM-I-Y
From 01-01-12 Through 12-31-12

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
08-17-11	04-16-12	29,221	Fedl Home Loan Mtg Corp Pool #g14056 Gold 4 000% Due 08-01-25	30,950 35	0 00	29,221 31	(1,729 04)	
08-17-11	05-15-12	22,214	Fedl Home Loan Mtg Corp Pool #g14056 Gold 4.000% Due 08-01-25	23,527 99	0.00	22,213 60	(1,314 39)	
11-10-10	05-23-12	2,450 000	Eog Resources Inc	228,286.10		240,918 29		12,632 19
01-08-03	05-23-12	7,953 000	Eog Resources Inc	154,013.03		782,050.27		628,037.24
01-12-11	05-30-12	13,975 000	Boeing Company	981,968 75		971,320.38		(10,648.37)
08-17-11	05-30-12	647,979	Fedl Home Loan Mtg Corp Pool #g14056 Gold 4 000% Due 08-01-25	686,319 73	0 00	682,164 86	(4,154 87)	
08-17-11	06-15-12	18,463	Fedl Home Loan Mtg Corp Pool #g14056 Gold 4.000% Due 08-01-25	19,555 97	0 00	18,463 48	(1,092 49)	
05-26-10	07-10-12	7,955 000	American Tower Corp New*	320,495 02		559,523 07		239,028 05
09-14-06	07-26-12	1,143 000	Apple Inc	85,107 44		653,413.64		568,306 20
05-12-10	08-23-12	3,176 000	Millicom Intl Cellular Sa New	286,680 37		278,520.38		(8,159 99)
08-15-07	08-23-12	9,255 000	Millicom Intl Cellular Sa New	704,207.40		811,620 32		107,412 92
08-14-09	08-29-12	9,785.000	Qualcomm Inc	449,517 03		606,028 21		156,511 18
03-03-04	09-19-12	19,795 000	Lowes Companies Inc	550,374 24		584,362 99		33,988 75
10-05-11	09-19-12	73,010 000	Schwab Charles Corp New	846,295.42		987,496.44	141,201 02	
09-14-11	10-16-12	20,200 000	Starwood Hotels & *resorts Worldwide	863,584 34		1,148,643 20		285,058 86
07-23-08	11-07-12	11,725.000	Laboratory Corp Of Amer Holdings New	841,110 47		999,171 55		158,061.08
09-10-08	11-14-12	3,445 000	Accenture Plc Ireland Class A New	132,984.23		224,566 01		91,581 78
08-31-11	11-14-12	2,737 000	Berkshire Hathaway Inc De Cl B New	199,989.58		232,804 21		32,814 63
06-18-08	11-14-12	8,075 000	Brookfield Asset Management Inc	282,647 61		268,557 47		(14,090 14)
11-03-10	11-14-12	2,335.000	Exxon Mobil Corp	159,193 29		201,646 14		42,452 84
05-02-97	11-14-12	1,231.020	Exxon Mobil Corp	30,203 19		106,308 54		76,105.35
06-23-93	11-14-12	425 980	Exxon Mobil Corp	5,945 70		36,786 82		30,841 12
04-25-12	11-14-12	3,765 000	Smucker Jm Company New	296,376 28		322,095 68	25,719 40	
05-17-07	12-05-12	42,280.000	Intel Corp	947,917 60		836,820 78		(111,096 82)
11-05-08	12-20-12	1,200 000	Price T Rowe Grp Inc	50,113 44		79,663 21		29,549 77
05-16-12	12-20-12	1,960 000	Carmax Inc	56,668.50		74,117 17	17,448 67	
10-14-09	12-20-12	831.000	Novo Nordisk As Adr	54,221 84		133,378 89		79,157 05
06-16-10	12-20-12	815.000	Visa Inc Class A	62,153.94		123,943 79		61,789 85
TOTAL GAINS							532,537 57	4,270,664 81
TOTAL LOSSES							(42,307 92)	(664,177 46)
				17,558,258.17	**180.31**	**21,655,155.49**	**490,229.65**	**3,606,487.35**

TOTAL REALIZED GAIN/LOSS 4,096,717 01
NO CAPITAL GAINS DISTRIBUTIONS

MARY MORTON PARSONS FOUNDATION
GRANTS PAID 2012
FORM 990-PF
EIN·54-1530891

RECIPIENT	PURPOSE	RECIPIENT INDIVIDUAL	FOUNDATION STATUS OF RECIPIENT	AMOUNT
AMERICAN CIVIL WAR CENTER AT TREDGAR RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	150,000
ART180 RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	50,000
AVERETT UNIVERSITY DANVILLE, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	100,000
BLUEFIELD COLLEGE BLUEFIELD, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	50,000
BON SECOURS RICHMOND HEALTHCARE FOUNDATION RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	150,000
CAPITAL TREES RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	50,000
CARITAS RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	75,000
CHARLES CITY COUNTY LIBRARY CHARLES CITY, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	125,000
CHESAPEAKE BAY FOUNDATION RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	100,000
CHRISTCHURCH SCHOOL CHRISTCHURCH, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	50,000
CIVIL WAR TRUST RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	50,000
COLLEGE OF WILLIAM AND MARY WILLIAMSBURG, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	150,000
COLONIAL WILLIAMSBURG FOUNDATION WILLIAMSBURG, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	150,000
EMORY & HENRY COLLEGE EMORY, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	100,000
FAISON CENTERS FOR EXCELLENCE RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	200,000
FEEDMORE RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	150,000
FRIENDS OF MATTHEWS MEMORIAL LIBRARY RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	50,000
FOSTER GRANDPARENTS RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	8,000
GENERAL DOUGLAS MACARTHUR FOUNDATION RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	50,000
GEORGE C MARSHALL FOUNDATION	CAPITAL CAMPAIGN	NA	501(c) (3)	50,000

MARY MORTON PARSONS FOUNDATION
GRANTS PAID 2012
FORM 990-PF
EIN 54-1530891

RECIPIENT	PURPOSE	RECIPIENT INDIVIDUAL	FOUNDATION STATUS OF RECIPIENT	AMOUNT
LEXINGTON, VA				
GREATER RICHMOND BAR FOUNDATION RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	50,000
GROVE CHRISTIAN OUTREACH CENTER RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	25,000
HAMPTON UNIVERSITY HAMPTON, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	125,000
HANOVER ACADEMY RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	15,000
HENRICUS FOUNDATION CHESTER, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	200,000
HOLIDAY LAKE - H CENTER RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	20,000
HOUSING OPPORTUNITIES MADE EQUAL RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	50,000
HOUSING VIRGINIA RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	30,000
JOHN TYLER COMMUNITY COLLEGE CHESTER, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	100,000
LUCY-CORR FOUNDATION, THE CHESTERFIELD, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	47,000
MAYMONT FOUNDATION RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	150,000
MILLER SCHOOL OF ALBERMARLE CHARLOTTESVILLE, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	150,000
MONTPELIER CENTER FOR ARTS & EDUCATION MONTPELIER, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	50,000
MUSEUM OF THE CONFEDERACY RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	125,000
NEIGHBORHOOD RESOURCE CENTER RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	50,000
ORCHARD HOUSE SCHOOL RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	50,000
POPLAR FOREST FOREST, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	75,000
PREVENT CHILD ABUSE RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	15,000
RICHMOND FRIEDNS OF THE HOMELESS RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	29,000
RICHMOND PUBLIC SCHOOLS EDUCATION FOUNDATION	CAPITAL CAMPAIGN	NA	501(c) (3)	100,000

MARY MORTON PARSONS FOUNDATION
GRANTS PAID 2012
FORM 990-PF
EIN 54-1530891

RECIPIENT	PURPOSE	RECIPIENT INDIVIDUAL	FOUNDATION STATUS OF RECIPIENT	AMOUNT
RICHMOND, VA				
SOUTH RICHMOND ADULT DAYCARE CENTER RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	30,000
ST CHRISTOPHER'S SCHOOL RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	150,000
ST MARGARET'S SCHOOL TAPPAHANNOCK, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	75,000
ST MARY'S HOME FOR DISABLED CHILDREN RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	50,000
SWEET BRIAR COLLEGE SWEET BRIAR, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	110,000
VIRGINIA CAPITAL TRAIL FOUNDATION RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	50,000
VIRGINIA COMMUNITY CAPITAL RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	30,000
VIRGINIA EARLY CHILDHOOD RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	50,000
VIRGINIA MENTORING PARTNERSHIP RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	25,000
VIRGINIA OPERA RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	150,000
VIRGINIA PUBLIC SAFETY FOUNDATION RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	50,000
VIRGINIA SYMPHONY ORCHESTRA RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	50,000
VIRGINIA THEOLOGICAL SEMINARY RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	200,000
VIRGINIA UNION UNIVERSITY RICHMOND, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	150,000
VIRGINIA WESLEYAN COLLEGE NORFOLK, VA	CAPITAL CAMPAIGN	NA	501(c) (3)	125,000
				$ 4,609,000 00

MARY MORTON PARSONS FOUNDATION
GRANTS UNPAID 2012
FORM 990-PF
EIN:54-1530891

RECIPIENT	RECIPIENT INDIVIDUAL	FOUNDATION STATUS OF RECIPIENT	AMOUNT
AMERICAN CIVIL WAR CENTER AT TREDEGAR RICHMOND, VA	NA	501(c) (3)	150,000
BLACK HISTORY MUSEUM RICHMOND, VA	NA	501(c) (3)	300,000
BON SECOURS RICHMOND HEALTHCARE FOUNDATION RICHMOND, VA	NA	501(c) (3)	100,000
BYRD THEATRE FOUNDATION RICHMOND, VA	NA	501(c) (3)	200,000
CAMP HOLIDAY TRAILS RICHMOND, VA	NA	501(c) (3)	43,000
CHARLES CITY COUNTY LIBRARY CHARLES CITY, VA	NA	501(c) (3)	125,000
COLLEGE OF WILLIAM & MARY WILLIAMSBURG, VA	NA	501(c) (3)	150,000
EASTERN VIRGINIA MEDICAL SCHOOL NORFOLK, VA	NA	501(c) (3)	200,000
EASTERN MENNONITE UNIVERSITY HARRISONBURG, VA	NA	501(c) (3)	50,000
FAMILY LIFELINE RICHMOND, VA	NA	501(c) (3)	85,000
FAN FREE CLINIC RICHMOND, VA	NA	501(c) (3)	150,000
FEEDMORE RICHMOND, VA	NA	501(c) (3)	150,000
FERRUM COLLEGE FERRUM, VA	NA	501(c) (3)	50,000
GARTH NEWEL MUSIC CENTER HOT SPRINGS, VA	NA	501(c) (3)	150,000
GLOUCESTER FOUNDATION GLOUCESTER, VA	NA	501(c) (3)	150,000
HANOVER TAVERN FOUNDATION RICHMOND, VA	NA	501(c) (3)	150,000
JAMESTOWN-YORKTOWN EDUCATIONAL TRUST JAMESTOWN, VA	NA	501(c) (3)	250,000
JUNIOR ACHIEVEMENT OF CENTRAL VIRGINIA RICHMOND, VA	NA	501(c) (3)	50,000
LANDMARK THEATRE / CENTERSTAGE FOUNDATION	NA	501(c) (3)	500,000

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RECIPIENT	RECIPIENT INDIVIDUAL	FOUNDATION STATUS OF RECIPIENT	AMOUNT
RICHMOND, VA			
LYNCHBURG COLLEGE LYNCHBURG, VA	NA	501(c) (3)	100,000
MAYMONT FOUNDATION RICHMOND, VA	NA	501(c) (3)	350,000
MOUNT VERNON MOUNT VERNON, VA	NA	501(c) (3)	500,000
OLD DOMINION UNIVERSITY RICHMOND, VA	NA	501(c) (3)	250,000
OUR LADY OF LOURDES SCHOOL RICHMOND, VA	NA	501(c) (3)	50,000
PATHWAYS VA, INC PETERSBURG, VA	NA	501(c) (3)	50,000
RAPPAHANNOCK COUNCIL AGAINST SEXUAL ASSAULT NORFOLD, VA	NA	501(c) (3)	10,100
RICHMOND MONTESSORI SCHOOL RICHMOND, VA	NA	501(c) (3)	150,000
RX ACCESS PROGRAM RICHMOND, VA	NA	501(c) (3)	50,000
SCIENCE MUSEUM OF VIRGINIA RICHMOND, VA	NA	501(c) (3)	500,000
ST CHRISTOPHER'S SCHOOL RICHMOND, VA	NA	501(c) (3)	200,000
SWIFT CREEK MILL THEATRE RICHMOND, VA	NA	501(c) (3)	50,000
UNITED NETWORK FOR ORGAN SHARING RICHMOND, VA	NA	501(c) (3)	250,000
UNIVERSITY OF VIRGINIA AT WISE WISE, VA	NA	501(c) (3)	100,000
VCU SCHOOL OF ART RICHMOND, VA	NA	501(c) (3)	1,000,000
VIRGINIA CENTER FOR ARCHITECTURE AMHERST, VA	NA	501(c) (3)	100,000
VIRGINIA CENTER FOR THE CREATIVE ARTS AMHERST, VA	NA	501(c) (3)	50,000
VIRGINIA HISTORICAL SOCIETY RICHMOND, VA	NA	501(c) (3)	500,000

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RECIPIENT	RECIPIENT INDIVIDUAL	FOUNDATION STATUS OF RECIPIENT	AMOUNT
VIRGINIA STATE UNIVERSITY RICHMOND, VA	NA	501(c) (3)	50,000
VIRGINIA SUPPORTIVE HOUSING RICHMOND, VA	NA	501(c) (3)	100,000
VIRGINIA UNION UNIVERSITY RICHMOND, VA	NA	501(c) (3)	350,000
VIRGINIA WESLEYAN COLLEGE NORFOLK, VA	NA	501(c) (3)	125,000
VIRGINIA ZOOLOGICAL SOCIETY NORFOLK, VA	NA	501(c) (3)	50,000
VIRGINIA ZOO NORFOLK, VA	NA	501(c) (3)	50,000
WEINSTEIN JEWISH COMMUNITY CENTER RICHMOND, VA	NA	501(c) (3)	150,000
WILLIAM BYRD COMMUNITY HOUSE RICHMOND, VA	NA	501(c) (3)	150,000
			8,288,100

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DAVENPORT	1,601,947.	0.	1,601,947.
EWF PARTNERS K-1	60,743.	0.	60,743.
TOTAL TO FM 990-PF, PART I, LN 4	1,662,690.	0.	1,662,690.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
EWF PARTNERS II K-1 ORDINARY INCOME	14,823.	14,823.	
EWF PARTNERS II K-1 SECTION 1256 STRADDLES	<22,011.>	<22,011.>	
EWF PARTNERS II K-1 ROYALTIES	37.	37.	
MISCELLANEOUS INCOME	182.	182.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<6,969.>	<6,969.>	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	18,836.	18,836.		0.
TO FORM 990-PF, PG 1, LN 16B	18,836.	18,836.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	4,556.	4,556.		0.
EXCISE TAXES	53,886.	0.		0.
STATE TAXES	346.	0.		0.
EWF PARTNERS II K-1 - FOREIGN TAXES PAID	672.	672.		0.
TO FORM 990-PF, PG 1, LN 18	59,460.	5,228.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	213,999.	213,999.		0.
MISCELLANEOUS	18,304.	18,304.		0.
REGISTRATION FEE	25.	25.		0.
BANK FEES	30.	30.		0.
EWF PARTNERS II K-1 - OTHER DEDUCTIONS	85,942.	85,942.		0.
AMORTIZATION	1,862.	1,862.		0.
TO FORM 990-PF, PG 1, LN 23	320,162.	320,162.		0.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 6

DESCRIPTION	AMOUNT
UNREALIZED APPRECIATION OF SECURITIES	6,879,033.
BOOK/TAX CONVERSION OF BALANCE SHEET	897,084.
TOTAL TO FORM 990-PF, PART III, LINE 3	7,776,117.

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

DESCRIPTION	AMOUNT
UNREALIZED DEPRECIATION OF INVESTMENT IN EWF PARTNERS II	896,942.
TOTAL TO FORM 990-PF, PART III, LINE 5	896,942.

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

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVERNMENT BONDS	X		0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.

FORM 990-PF	CORPORATE STOCK	STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	68,496,486.	68,496,486.
MUTUAL FUNDS	5,142,737.	5,142,737.
TOTAL TO FORM 990-PF, PART II, LINE 10B	73,639,223.	73,639,223.

FORM 990-PF	CORPORATE BONDS	STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	13,700,893.	13,700,893.
TOTAL TO FORM 990-PF, PART II, LINE 10C	13,700,893.	13,700,893.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 11
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
POOLED INVESTMENT FUND	FMV	5,386,336.	5,386,336.
TOTAL TO FORM 990-PF, PART II, LINE 13		5,386,336.	5,386,336.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT		STATEMENT 12
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
GRANTS SOFTWARE	13,033.	4,655.	8,378.
TOTAL TO FM 990-PF, PART II, LN 14	13,033.	4,655.	8,378.

FORM 990-PF	OTHER ASSETS		STATEMENT 13
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
EXCISE TAX RECEIVABLE	17,415.	8,402.	8,402.
TO FORM 990-PF, PART II, LINE 15	17,415.	8,402.	8,402.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 14
DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED EXCISE TAX LIABILITY	325,657.	238,444.
TOTAL TO FORM 990-PF, PART II, LINE 22	325,657.	238,444.