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CHANGE IN ACCOUNTING PERIOD

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning 05/01/13 , and ending 12/31/13

POSTMARK DATE MAY 1 4 2014

ENVELOPE

Name of foundation
THE VAN BRIMER FAMILY FOUNDATION

A Employer identification number
54-1850906

Number and street (or P O box number if mail is not delivered to street address)
1824 WAYSIDE PLACE

Room/suite

B Telephone number (see instructions)
434-409-6806

City or town, state or province, country, and ZIP or foreign postal code
CHARLOTTESVILLE VA 22903

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

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

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

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

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

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 385,809

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis)

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		Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	3,744	3,744		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10 STMT 1	75,742			
	b	Gross sales price for all assets on line 6a 208,413				
	7	Capital gain net income (from Part IV, line 2)		75,743		
	8	Net short-term capital gain			0	
	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) STMT 2	7,425	9,589		
	12	**Total.** Add lines 1 through 11	86,911	89,076	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 3	3,250	1,950		1,300
	c	Other professional fees (attach schedule) STMT 4	870	870		
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 5	618	253		
	19	Depreciation (attach schedule) and depletion	456	456		
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att sch) STMT 6	690	690		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	5,884	4,219	0	1,300
	25	Contributions, gifts, grants paid	15,200			15,200
	26	**Total expenses and disbursements.** Add lines 24 and 25	21,084	4,219	0	16,500
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	65,827			
	b	**Net investment income** (if negative, enter -0-)		84,857		
	c	**Adjusted net income** (if negative, enter -0-)			0	

SCANNED MAY 29 2014

For Paperwork Reduction Act Notice, see instructions.

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			Beginning of year	End of year	
	Part II	**Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash – non-interest-bearing	1,536	1,713	1,713
	2	Savings and temporary cash investments	9,724	29,587	29,587
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (att. schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	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) SEE STMT 7	231,668	136,572	150,295
	c	Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment. basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) SEE STATEMENT 8	52,484	192,972	203,819
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶ SEE STATEMENT 9)		395	395
	16	**Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)	295,412	361,239	385,809
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** ▶ ☐ **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 ▶ ☒ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	295,412	361,239	
	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** (see instructions)	295,412	361,239	
	31	**Total liabilities and net assets/fund balances** (see instructions)	295,412	361,239	

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	295,412
2	Enter amount from Part I, line 27a	2	65,827
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	361,239
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	361,239

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 WORKSHEET			
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				
b				
c				
d				
e				

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				

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	75,743
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	3	2,979

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))
2012	19,739	347,346	0.056828
2011	18,364	315,097	0.058280
2010	13,712	368,611	0.037199
2009	14,144	287,301	0.049231
2008	18,742	275,824	0.067949

2	**Total** of line 1, column (d)	2	0.269487
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	0.053897
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	353,488
5	Multiply line 4 by line 3	5	19,052
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	849
7	Add lines 5 and 6	7	19,901
8	Enter qualifying distributions from Part XII, line 4	8	16,500

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	1,697
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	1,697
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	1,697
6	Credits/Payments				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	395		
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	395
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	1,302
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ Refunded ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the 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 ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
	If "Yes," attach a detailed description of the activities			
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? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If "Yes," attach the statement required by General Instruction T.			
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) ▶ NONE			
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 2013 or the taxable year beginning in 2013 (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)

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 ▶ ERICA VAN BRIMER GOLDFARB Telephone no ▶ 434-963-7848

1824 WAYSIDE PLACE

Located at ▶ CHARLOTTESVILLE VA ZIP+4 ▶ 22903

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

			Yes	No
16	At any time during calendar year 2013, 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)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement – see instructions) 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 ▶ 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 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 2013) 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 2013?	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)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? 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 (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10				

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

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

Total number of other employees paid over $50,000 ▶ 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 (see instructions). If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes				
a	Average monthly fair market value of securities			1a	341,711
b	Average of monthly cash balances			1b	17,160
c	Fair market value of all other assets (see instructions)			1c	0
d	**Total** (add lines 1a, b, and c)			1d	358,871
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	358,871
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)			4	5,383
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	353,488
6	**Minimum investment return.** Enter 5% of line 5			6	11,864

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	11,864
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,697		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,697
3	Distributable amount before adjustments Subtract line 2c from line 1			3	10,167
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	10,167
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	10,167

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	16,500
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	16,500
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	16,500

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7					10,167
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only				15,179	
b Total for prior years 20 ____ , 20 ____ , 20 ____					
3 Excess distributions carryover, if any, to 2013					
a From 2008					
b From 2009					
c From 2010					
d From 2011					
e From 2012					
f **Total** of lines 3a through e					
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 16,500					
a Applied to 2012, but not more than line 2a				15,179	
b Applied to undistributed income of prior years (Election required – see instructions)					
c Treated as distributions out of corpus (Election required – see instructions)					
d Applied to 2013 distributable amount					1,321
e Remaining amount distributed out of corpus					
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5					
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount – see instructions					
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount – see instructions					
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014					8,846
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)					
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a					
10 Analysis of line 9					
a Excess from 2009					
b Excess from 2010					
c Excess from 2011					
d Excess from 2012					
e Excess from 2013					

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, 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) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
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 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))

N/A

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

N/A

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

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

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

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 Paid during the year SEE STATEMENT 11				15,200
Total			▶ 3a	15,200
b Approved for future payment 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) Related or exempt function income (See instructions)
	(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	3,744	
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			15	1,047	8,542
8 Gain or (loss) from sales of assets other than inventory			18	75,743	-1
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b SEE STATEMENT 12		-2,164			
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-2,164		80,534	8,541

13 **Total.** Add line 12, columns (b), (d), and (e) 13 86,911

(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) (See instructions)
N/A	

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

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

Signature of officer or trustee

Date: 15·13·14

Title: TRUSTEE

Paid Preparer Use Only

Print/Type preparer's name: STACIE H. REID

Preparer's signature

Date: 05/13/14

Check ☐ if self-employed

PTIN: P00291275

Firm's name ▶ MCCALLUM & KUDRAVETZ, PC

Firm's EIN ▶ 54-1186825

Firm's address ▶ 250 E HIGH ST
CHARLOTTESVILLE, VA 22902-5178

Phone no 434-293-8191

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

For calendar year 2013, or tax year beginning 05/01/13 , and ending 12/31/13

2013

Name

THE VAN BRIMER FAMILY FOUNDATION

Employer Identification Number

54-1850906

	(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)
(1)	LONG TERM CAPITAL GAIN DISTRIBUTION	P	12/31/12	12/31/13
(2)	600 SHS.TRAVELCENTERS OF AMERICA LLC	P	01/24/13	04/30/13
(3)	1600 SHS. SMITH MICRO SOFTWARE	P	05/01/11	07/23/13
(4)	200 SHS. GLOBAL PARTNERS LP SBI	P	05/01/11	07/29/13
(5)	400 SHS. KINROSS GOLD CORP.	P	05/01/11	09/24/13
(6)	1000 SHS. NORTHERN DYNASTY MINERALS	P	05/01/11	09/24/13
(7)	100 SHS. SPDR GOLD TRUST	P	05/01/11	09/24/13
(8)	400 SHS. SEABRIDGE GOALD INC.	P	05/01/11	09/24/13
(9)	3300 SHS. DULUTH METALS LTD.	P	05/01/11	12/24/13
(10)	300 SHS. GENIE ENERGY LTD.	P	05/01/11	12/24/13
(11)	500 SHS. WESTERN COPPER AND GOLD	P	05/01/11	12/24/13
(12)	1000 SHS. MAUDORE MINERALS LTD.	P	05/01/11	12/24/13
(13)	250 SHS. FULL METAL ZINC LTD.	P	05/01/11	12/24/13
(14)	250 SHS. COPPER NORTH MINING CORP.	P	05/01/11	12/24/13
(15)	250 SHS. NORTHISLE COPPER & GOLD INC	P	05/01/11	12/24/13

	(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)
(1)	96			96
(2)	6,792		3,625	3,167
(3)	1,686		5,648	-3,962
(4)	7,653		3,816	3,837
(5)	2,199		4,501	-2,302
(6)	1,449		12,013	-10,564
(7)	13,176		4,358	8,818
(8)	5,287		9,250	-3,963
(9)	2,567		4,649	-2,082
(10)	2,383		3,393	-1,010
(11)	259		113	146
(12)	71		1,539	-1,468
(13)	9		750	-741
(14)	8		56	-48
(15)	6		56	-50

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-)or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				96
(2)				3,167
(3)				-3,962
(4)				3,837
(5)				-2,302
(6)				-10,564
(7)				8,818
(8)				-3,963
(9)				-2,082
(10)				-1,010
(11)				146
(12)				-1,468
(13)				-741
(14)				-48
(15)				-50

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2013

For calendar year 2013, or tax year beginning 05/01/13 , and ending 12/31/13

Name: THE VAN BRIMER FAMILY FOUNDATION

Employer Identification Number: 54-1850906

	(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)
(1)	500 SHS. FULL METAL MINERALS LTD	P	05/01/11	12/24/13
(2)	70.760 SHS. POSEIDON CONCEPTS CORP.	P	05/01/11	12/24/13
(3)	0.392 SHS. POSEIDON CONCEPTS CORP.	P	05/01/11	12/24/13
(4)	0.411 SHS. POSEIDON CONCEPTS CORP.	P	05/01/11	12/24/13
(5)	274.5 SHS. FISERV INC.	P	05/01/11	12/24/13
(6)	247.5 SHS. FISERV INC.	P	05/01/11	12/24/13
(7)	500 SHS. BAYTEX ENERGY CORP.	P	05/01/11	12/24/13
(8)	100 SHS. CORE LABORATORIES NV	P	05/01/11	12/26/13
(9)	500 SHS. FIDELITY NATIONAL FINANCIAL	P	05/01/11	12/26/13
(10)	400 SHS. SYNOPSYS INC.	P	05/01/11	12/26/13
(11)	641 SHS. MENTOR GRAPHICS CORP.	P	05/01/11	12/31/13
(12)	150 SHS. LEGACY RESERVES LP	P	05/01/11	12/31/13
(13)	300 SHS. LEGACY RESERVES LP	P	05/01/11	12/31/13
(14)	510 SHS. ARRIS GROUP INC.	P	05/01/11	12/31/13
(15)	120 SHS. SELECT SECTOR SPDR TRUST	P	05/01/11	12/31/13

	(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)
(1)	3		3,370	-3,367
(2)			245	-245
(3)			5	-5
(4)			5	-5
(5)	14,584		6,297	8,287
(6)	14,584		3,149	11,435
(7)	19,519		9,477	10,042
(8)	19,113		1,380	17,733
(9)	16,472		7,773	8,699
(10)	15,988		8,936	7,052
(11)	15,345		8,212	7,133
(12)	4,126		2,805	1,321
(13)	8,252		7,286	966
(14)	12,028		3,368	8,660
(15)	10,550		3,892	6,658

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				-3,367
(2)				-245
(3)				-5
(4)				-5
(5)				8,287
(6)				11,435
(7)				10,042
(8)				17,733
(9)				8,699
(10)				7,052
(11)				7,133
(12)				1,321
(13)				966
(14)				8,660
(15)				6,658

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2013

For calendar year 2013, or tax year beginning 05/01/13 , and ending 12/31/13

Name

THE VAN BRIMER FAMILY FOUNDATION

Employer Identification Number

54-1850906

	(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)
(1)	2000 SHS. HARVARD BIOSCIENCE INC.	P	05/01/11	12/31/13
(2)	700 SHS. ABERDEEN ASIA PACIFIC INCOM	P	05/01/11	12/31/13
(3)	CALUMET K-1	P	05/01/11	12/31/13
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

	(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)
(1)	10,105		7,944	2,161
(2)	4,103		4,571	-468
(3)			188	-188
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				2,161
(2)				-468
(3)				-188
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description				How Received				
Whom Sold	Date Acquired	Date Sold	Sale Price		Cost	Expense	Depreciation	Net Gain / Loss
ATLAS ENERGY LP K-1	4/01/13	12/31/13	$	PURCHASE	$ 1	$	$	$ -1
TOTAL			$ 0		$ 1	$ 0	$ 0	$ -1

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
GLOBAL PARTNERS	$ 789	$ 789	$
CUMULATIVE INCOME - K-1 INV	7,753	7,753	
SANDRIDGE PERMIAN TRUST	626	626	
SAN JUAN BASIN ROYALTY TRUST	307	307	
LEGACY RESERVES	114	114	
CALUMET	-865		
GLOBAL PARTNERS LP ORD. INC.	259		
GLOBAL PARTNERS LP RENTAL RE	-173		
LEGACY RESERVES LP	-567		
SANDRIDGE PERMIAN TRUST	-421		
ATLAS ENERGY LP	-397		
TOTAL	$ 7,425	$ 9,589	$ 0

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
MCCALLUM & KUDRAVETZ - TAX PREP	$ 3,250	$ 1,950	$	$ 1,300
TOTAL	$ 3,250	$ 1,950	$ 0	$ 1,300

Statement 4 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT ADVISORS MANAGEMENT F	$ 870	$ 870	$	$
TOTAL	$ 870	$ 870	$ 0	$ 0

Statement 5 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAXES	$ 253	$ 253	$	$
REIMBURSEMENT - FEDERAL TAXES	365			
TOTAL	$ 618	$ 253	$ 0	$ 0

Statement 6 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
EXPENSES				
BANK FEES	119	119		
CALUMET	269	269		
SANDRIDGE PERMIAN	302	302		
TOTAL	$ 690	$ 690	$ 0	$ 0

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
ARRIS GROUP INC.	$ 3,368	$	COST	$
AXCELIS TECHNOLOGIES	3,984	3,984	COST	5,124
BAYTEX ENERGY GROUP	9,477		COST	

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
BLYTH INC.	$ 3,249	$ 3,249	COST	$ 2,176
BOTTOMLINE TECHNOLGIES INC.	2,112	2,112	COST	7,232
BROOKS AUTOMATION INC.	6,478	6,478	COST	8,392
COPPER NORTH MINING CORP.	56		COST	
CORE LABORATORIES NV	1,380		COST	
CRESCENT POINT ENERGY CORP.	12,699	12,699	COST	11,652
DATA I/O CORP.	7,221	7,221	COST	5,140
DULUTH METALS LTD.	4,649		COST	
ENCORE CAPITAL GROUP INC.	7,652	7,652	COST	15,078
ENERPLUS CORPORATION	8,604	8,604	COST	5,454
FIDELITY NATIONAL FINANCIAL	7,773		COST	
FIRST AMERICAN FINANCIAL CORPORATION	4,244	4,244	COST	8,460
FIRST BANCORP PR	3,637	3,637	COST	4,333
FISERV INC.	6,297		COST	
FULL METAL MINERALS LTD.	3,370		COST	
FULL METAL ZINC LTD..	750		COST	
GENIE ENERGY LTD.	3,393		COST	
HARVARD BIOSCIENCE INC.	7,944		COST	
HARVARD APPARATUS REGENERATIVE		1,877	COST	2,375
IDT CORPORATION	4,703	4,703	COST	5,361
INTERLINK ELECTRONICS	5,566	5,566	COST	2,640
KINROSS GOLD CORP.	4,501		COST	
KULICKE & SOFFA INDUSTRIES		7,331	COST	7,980
LTX-CREDENCE CORPORATION	9,569	11,958	COST	9,588
MAUDORE MINERALS LTD.	1,539		COST	
MENTOR GRAPHICS CORP.	8,212		COST	
NORTHERN DYNASTY MINERALS LTD	12,013		COST	
NORTHISLE COPPER & GOLD INC.	56		COST	
NUANCE COMMUNICATIONS	6,525	6,525	COST	4,560
ONEOK INC.	4,640	4,640	COST	6,218
POPULAR INC.	5,575	5,575	COST	5,746
POSEIDON CONCEPTS CORP.	256		COST	
SAN JUAN BASIN ROYALTY TRUST	6,039	5,583	COST	8,370
SEABRIDGE GOLD INC.	9,250		COST	
SEACHANGE INTERNATIONAL INC.	8,040	8,040	COST	12,160
SMITH MICRO SOFTWARE INC.	5,648		COST	
SPDR GOLD TRUST	4,358		COST	

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
STRAIGHT PATH COMMUNICATIONS	$	$ 728	COST	$ 1,229
SYNOPSYS INC.	8,936		COST	
TETRA TECHNOLOGIES INC. - DEL	7,524	7,524	COST	3,708
TRAVELCENTERS OF AMERICA LLC	3,625		COST	
VONAGE HOLDINGS CORP.	2,775	2,775	COST	3,330
WESTERN COPPER AND GOLD CORP.	113		COST	
WHITECAP RESOURCES INC.	147	147	COST	132
WILLIAMS COMPANIES INC.	3,721	3,720	COST	3,857
TOTAL	$ 231,668	$ 136,572		$ 150,295

Statement 8 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
ATLAS ENERGY LP	$ 4,442	$ 3,927	COST	$ 4,685
BLACKROCK GLOBAL L/S CREDIT I		30,000	COST	30,028
ABERDEEN ASIA PACIFIC INCOME FUND	4,571		COST	
CALUMET SPECIALTY PRODS.	6,274	4,133	COST	10,408
EATON VANCE TAX ADVANTAGED DIVIDEND	8,571	8,571	COST	9,510
GLOBAL PARTNERS LP SBI	5,932	2,531	COST	7,078
GOLDMAN SACHS GROWTH OPPOR. I		25,000	COST	25,074
IVY ASSET STRATEGY I		25,000	COST	25,148
LEGACY RESERVES LP	9,720		COST	
SANDRIDGE PERMIAN TR	9,082	8,460	COST	5,925
SELECT SECTOR SPDR TRUST	3,892		COST	
TORTOISE PIPELINE & ENERGY FUND INC.		13,913	COST	14,225
VANGUARD DIVIDEND APPRECIATION		22,476	COST	22,572
VANGUARD GROWTH ETF		18,529	COST	18,610
VANGUARD VALUE ETF INDEX		30,432	COST	30,556
TOTAL	$ 52,484	$ 192,972		$ 203,819

Federal Statements

Statement 9 - Form 990-PF, Part II, Line 15 - Other Assets

Description	Beginning of Year	End of Year	Fair Market Value
FEDERAL ESTIMATED TAX	$	$ 395	$ 395
TOTAL	$ 0	$ 395	$ 395

Statement 10 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
R. HUGH VAN BRIMER 119 WOODHALL SPA WILLIAMSBURG VA 23188	DIRECTOR	0.50	0	0	0
JANE W. VAN BRIMER 119 WOODHILL SPA WILLIAMSBURG VA 23188	DIRECTOR	0.50	0	0	0
H. WINN VAN BRIMER 5441 WORTHINGTON LOOP PALM HARBOR FL 34685	DIRECTOR	0.50	0	0	0
ERICA VAN BRIMER GOLDFARB 1824 WAYSIDE PLACE CHARLOTTESVILLE VA 22903	DIRECTOR	0.50	0	0	0
NATALIE WINN GOLDFARB 1824 WAYSIDE PLACE CHARLOTTESVILLE VA 22903	DIRECTOR	0.50	0	0	0

Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name		Address		
Address	Relationship	Status	Purpose	Amount
THE OLYMPIA FUND NATIONAL TRUST BOSTON MA 02109	NONE	7 FANEUIL HALL MKTPLACE PUBLIC	USS OLYMPIA NATIONAL FUND	600
PIEDMONT COUNCIL FOR THE ARTS CHARLOTTESVILLE VA 22902	NONE	PO BOX 2426 PUBLIC	GENERAL OPERATING SUPPORT	400
VIRGINIA ART OF THE BOOK CENTER CHARLOTTESVILLE VA 22903	NONE	145 EDNAM DRIVE PUBLIC	GENERAL OPERATING SUPPORT	400
THE SEEING EYE MORRISTOWN NJ 07963	NONE	PO BOX 375 PUBLIC	GENERAL OPERATING SUPPORT	3,040

Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name Address	Relationship	Address Status	Purpose	Amount
HERITAGE HUMANE SOCIETY WILLIAMSBURG VA 23185	NONE	430 WALLER MILL ROAD PUBLIC	GENERAL OPERATING SUPPORT	760
ARTHRITIS NATIONAL RESEARCH FOUND. LONG BEACH CA 90802	NONE	200 OCEANGATE PUBLIC	GENERAL OPERATING SUPPORT	3,080
CHARLOTTESVILLE AREA COMMUNITY FOU. CHARLOTTESVILLE VA 22902	NONE	114 4TH STREET, SE PUBLIC	GENERAL OPERATING SUPPORT	220
CHESAPEAKE BAY FOUNDATION BALTIMORE MD 21298	NONE	CBF MEMBER SERVICES DEPT. PUBLIC	GENERAL OPERATING SUPPORT	500
WILLIAMSBURG REGIONAL LIBRARY WILLIAMSBURG VA 23185	NONE	515 SCOTLAND STREET PUBLIC	GENERAL OPERATING SUPPORT	420
HOSP. HOUSE AND SUPP. CARE OF WILL. WILLIAMSBURG VA 23188	NONE	4445 POWHATAN PARKWAY PUBLIC	GENERAL OPERATING SUPPORT	760
LITTLE ROCK CHRISTIAN ACADEMY LITTLE ROCK AR 72223	NONE	19010 CANTRELL ROAD PUBLIC	DRAMA DEPARTMENT	500
ARKANSAS SYMPHONY ORCHESTRA LITTLE ROCK AR 72217	NONE	PO BOX 7328 PUBLIC	GENERAL OPERATING SUPPORT	520
VA-MD REG. COLL. OF VET. MEDICINE BLACKSBURG VA 24061	NONE	225 DUCK POND DRIVE PUBLIC	GENERAL OPERATING SUPPORT	1,000
SHRINER'S HOSPITAL FOR CHILDREN RANSON WV 25438	NONE	PO BOX 1510 PUBLIC	GENERAL OPERATING SUPPORT	3,000
TOTAL				15,200

Statement 12 - Form 990-PF, Part XVI-A, Line 11 - Other Revenue

Description	Business Code	Unrelated Amount	Exclusion Code	Exclusion Amount	Related Income
CALUMET	211110	$ -865		$	$
GLOBAL PARTNERS LP ORD. INC	211110	259			
GLOBAL PARTNERS LP RENTAL R	211110	-173			
LEGACY RESERVES LP	211110	-567			
SANDRIDGE PERMIAN TRUST	211110	-421	15		
ATLAS ENERGY LP	211110	-397			
TOTAL		$ -2,164		$ 0	$ 0