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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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▶ Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 06-01-2014 , and ending 05-31-2015

Name of foundation W C ENGLISH FOUNDATION C/O BEVERLEY E DALTON TRUSTEE		A Employer identification number 54-6061817	
Number and street (or P O box number if mail is not delivered to street address) P O BOX P7000		B Telephone number (see instructions) (804) 356-4982	
City or town, state or province, country, and ZIP or foreign postal code LYNCHBURG, VA 24505		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 ☒ 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)▶\$ 18,810,642		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see 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.	350,546	350,546		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	123,685			
	b Gross sales price for all assets on line 6a 833,718				
	7 Capital gain net income (from Part IV, line 2) . . .		123,685		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	156,302	147,169		
	12 Total. Add lines 1 through 11	630,533	621,400		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).				
	c Other professional fees (attach schedule)	59,823	59,823		0
	17 Interest	124	124		0
	18 Taxes (attach schedule) (see instructions)	7,264	0		0
	19 Depreciation (attach schedule) and depletion	67,211	0		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	7,316	20,731		0
	24 Total operating and administrative expenses. Add lines 13 through 23	141,738	80,678		0
	25 Contributions, gifts, grants paid	873,910			873,910
	26 Total expenses and disbursements. Add lines 24 and 25	1,015,648	80,678		873,910
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-385,115			
	b Net investment income (if negative, enter -0-)		540,722		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	6,000	105,986	105,986
	2	Savings and temporary cash investments	141,350	63,152	63,152
	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 (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges		0	
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	259,604	205,747	1,092,163
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	15,485,673	15,140,102	16,390,093
	14	Land, buildings, and equipment basis ▶ _____ 2,716,231 Less accumulated depreciation (attach schedule) ▶ 1,556,983	1,226,459	1,159,248	1,159,248
Liabilities	15	Other assets (describe ▶ _____)	1,365	15,202	0
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	17,120,451	16,689,437	18,810,642
	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 ▶ _____)	46,391	492	
	23	Total liabilities (add lines 17 through 22)	46,391	492	
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	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	17,074,060	16,688,945	
	30	Total net assets or fund balances (see instructions)	17,074,060	16,688,945	
	31	Total liabilities and net assets/fund balances (see instructions) . . .	17,120,451	16,689,437	

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 17,074,060
2	Enter amount from Part I, line 27a	2 -385,115
3	Other increases not included in line 2 (itemize) ▶ _____	3 0
4	Add lines 1, 2, and 3	4 16,688,945
5	Decreases not included in line 2 (itemize) ▶ _____	5 0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6 16,688,945

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 Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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 See Additional Data Table			
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	123,685
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	

Part V

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

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

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

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

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

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

(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))
2013	800,000	17,474,454	0 045781
2012	779,500	16,120,132	0 048356
2011	798,278	15,935,102	0 050096
2010	858,039	16,814,071	0 051031
2009	808,000	17,181,894	0 047026

2	Total of line 1, column (d).	2	0 242290
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 048458
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	17,829,435
5	Multiply line 4 by line 3.	5	863,979
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	5,407
7	Add lines 5 and 6.	7	869,386
8	Enter qualifying distributions from Part XII, line 4.	8	873,910

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

1a

Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1

Date of ruling or determination letter

(attach copy of letter if necessary—see instructions)

1

5,407

2

0

3

5,407

4

0

5

5,407

6

7

20,609

8

9

10

15,202

11

0

2

Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b

3

All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)

4

Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5

Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-

6a

2014 estimated tax payments and 2013 overpayment credited to 2014

20,609

6b

Exempt foreign organizations—tax withheld at source

6c

Tax paid with application for extension of time to file (Form 8868)

6d

Backup withholding erroneously withheld

7

Total credits and payments Add lines 6a through 6d

8

Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached

9

Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10

Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11

Enter the amount of line 10 to be Credited to 2015 estimated tax 15,202 Refunded

Part VII-AStatements Regarding Activities

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

No

1b

No

1c

No

2

No

3

No

4a

Yes

4b

Yes

5

No

6

Yes

7

Yes

8a

8b

Yes

9

No

10

No

2

Has the foundation engaged in any activities that have not previously been reported to the IRS?

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

4a

Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4b

If "Yes," has it filed a tax return on Form 990-T for this year?

5

Was there a liquidation, termination, dissolution, or substantial contraction during the year?

6

Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

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.

8a

Enter the states to which the foundation reports or with which it is registered (see instructions)

8b

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

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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)?

10

Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.

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	Yes	
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of ENGLISH CONSTRUCTION COMPANY INC Telephone no (804) 845-0301 Located at P O BOX P7000 LYNCHBURG VA ZIP +4 24505			
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		
16	At any time during calendar year 2014, 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	Yes	No
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)? Organizations relying on a current notice regarding disaster assistance check here.	1b		
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 2014?	1c		No
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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?. If "Yes," list the years 20 , 20 , 20 , 20 ☐ Yes ☒ No			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	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 2014 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</i>)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2014?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		☐ Yes	☒ No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		☐ Yes	☒ No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?		☐ Yes	☒ No	
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).		☐ Yes	☒ No	
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		☐ Yes	☒ No	
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		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?				☐ 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
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?		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
MARGARET E LESTER	TRUSTEE	0	0	0
1509 MULBERRY RD	5 00			
MARTINSVILLE, VA 24112				
JOAN E ALLEN	TRUSTEE	0	0	0
411 DEVANE ST	5 00			
FAYETTEVILLE, NC 28305				
SUZANNE E MORSE	TRUSTEE	0	0	0
114 SHANNON DR	5 00			
PENDLETON, SC 29670				
BEVERLEY E DALTON	TRUSTEE	0	0	0
202 RIVER OAKS DR	5 00			
ALTAVISTA, VA 24517				
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.		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 PROVIDE PHYSICAL FACILITIES FOR FAITH CHRISTIAN ACADEMY, A CHRISTIAN ELEMENTARY AND MIDDLE SCHOOL FCA IS A 501(C)(3) EXEMPT ORG DEPRECIATION OF FACILITIES AND INSURANCE PAYMENT	69,455
2 GRANTS TO QUALIFYING EXEMPT, CHARITABLE ORGANIZATIONS	873,910
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	
2	
All other program-related investments See instructions	
3	0
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	17,877,133
b	Average of monthly cash balances.	1b	223,816
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	18,100,949
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	18,100,949
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	271,514
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	17,829,435
6	Minimum investment return. Enter 5% of line 5.	6	891,472

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	891,472
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	5,407
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	1,608
c	Add lines 2a and 2b.	2c	7,015
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	884,457
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	884,457
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	884,457

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	873,910
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	873,910
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	5,407
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	868,503

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				884,457
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			12,499	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010.				
c From 2011.				
d From 2012.				
e From 2013.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 873,910				
a Applied to 2013, but not more than line 2a			12,499	
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 2014 distributable amount.				861,411
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2014 (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 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				23,046
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2010. . . .				
b Excess from 2011. . . .				
c Excess from 2012. . . .				
d Excess from 2013. . . .				
e Excess from 2014. . . .				

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 2014, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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 organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

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

MRS BEVERLEY DALTON
P O BOX P7000
LYNCHBURG,VA 24505
(434) 845-0301

b

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

LETTER, EXPLANATION OF NEED, OTHER FUNDING, IRS EXEMPTION 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

RELIGIOUS, CHARITABLE AND EDUCATIONAL

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	873,910
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
GLOBAL MULTI ASSET FUND LLC 443 SHARES	P	2013-10-31	2014-06-30
GLOBAL MULTI ASSET FUND LLC 457 SHARES	P	2013-10-31	2014-07-31
GLOBAL MULTI ASSET FUND LLC 457 SHARES	P	2013-10-31	2014-08-31
GLOBAL MULTI ASSET FUND LLC 444 SHARES	P	2013-10-31	2014-09-30
GLOBAL MULTI ASSET FUND LLC 459 SHARES	P	2013-10-31	2014-10-31
GLOBAL MULTI ASSET FUND LLC 444 SHARES	P	2013-10-31	2014-11-30
GLOBAL MULTI ASSET FUND LLC 461 SHARES	P	2013-10-31	2014-12-31
GLOBAL MULTI ASSET FUND LLC 461 SHARES	P	2013-10-31	2015-01-30
GLOBAL MULTI ASSET FUND LLC 416 SHARES	P	2013-10-31	2015-02-28
GLOBAL MULTI ASSET FUND LLC 462 SHARES	P	2013-10-31	2015-03-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
4,932		4,648	284
5,046		4,802	244
5,127		4,800	327
4,837		4,664	173
5,039		4,817	222
4,929		4,660	269
5,044		4,839	205
5,024		4,837	187
4,678		4,368	310
5,152		4,852	300

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			284
			244
			327
			173
			222
			269
			205
			187
			310
			300

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
GLOBAL MULTI ASSET FUND LLC 447 SHARES	P	2013-10-31	2015-04-30
GLOBAL MULTI ASSET FUND LLC 62,117 SHARES	P	2013-10-31	2015-04-30
GLOBAL MULTI ASSET FUND LLC 441 SHARES	P	2013-10-31	2015-05-31
ST CAPITAL LOSSES FROM K-1S	P	2014-06-01	2015-05-31
LT CAPITAL GAINS FROM K-1S	P	2014-06-01	2015-05-31
SECTION 1231 GAIN FROM K-1S	P	2014-06-01	2015-05-31
UNRECAPTURED 1250 GAIN FROM K-1S	P	2014-06-01	2015-05-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
5,036		4,693	343
700,000		652,350	47,650
4,978		4,627	351
		1,076	-1,076
72,894			72,894
994			994
8			8

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			343
			47,650
			351
			-1,076
			72,894
			994
			8

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALTAVISTA AREA YMCA P O BOX 149 ALTAVISTA,VA 24517	NONE	PUBLIC CHARITY	UNRESTRICTED	50,000
ALZHEIMER'S ASSOCIATION 225 N MICHAGAN AVE FL 17 CHICAGO,IL 606017633	NONE	PUBLIC CHARITY	UNRESTRICTED	100,000
ANDREW P STEWART CENTER P O BOX 17772 ATLANTA,GA 30316	NONE	PUBLIC CHARITY	UNRESTRICTED	30,000
AVOCA MUSEUM 1514 MAIN STREET ALTAVISTA,VA 24517	NONE	PUBLIC CHARITY	UNRESTRICTED	17,500
BEACON OF HOPE PO BOX 1261 LYNCHBURG,VA 24504	NONE	PUBLIC CHARITY	UNRESTRICTED	35,000
CAPE FEAR BOTANICAL GARDEN P O BOX 53485 FAYETTEVILLE,NC 28305	NONE	PUBLIC CHARITY	UNRESTRICTED	13,500
CHRIST OUR LIFE MINISTRIES P O BOX 43268 LOUISVILLE,KY 40253	NONE	PUBLIC CHARITY	UNRESTRICTED	13,500
CITIZENS AGAINST FAMILY VIOLENCE PO DRAWER 352 MARTINSVILLE,VA 24114	NONE	PUBLIC CHARITY	UNRESTRICTED	15,000
CLEMSON CHILD DEVELOPMENT CENTER 216 BUTLER STREET CLEMSON,SC 29631	NONE	PUBLIC CHARITY	UNRESTRICTED	30,000
CLEMSON COMMUNITY CARE P O BOX 271 CLEMSON,SC 29633	NONE	PUBLIC CHARITY	UNRESTRICTED	30,000
CLEMSON COMMUNITY FOUNDATION PO BOX 1503 CLEMSON,SC 29632	NONE	PRIVATE FOUNDATION	UNRESTRICTED	3,500
COMMUNITY OF HOPE FIRST BAPTIST CHURCH 404 10TH STREET ALTAVISTA,VA 24517	NONE	CHURCH	IMAGINATION LIBRARY (BOOKS)	5,000
COMMUNITY STOREHOUSE 4201 GREENSBORO ROAD RIDGEWAY,VA 24148	NONE	PUBLIC CHARITY	UNRESTRICTED	25,000
END STATION THEATRE COMPANY 1101 JEFFERSON STREET SUITE 100 LYNCHBURG,VA 24504	NONE	PUBLIC CHARITY	UNRESTRICTED	1,000
FAITH CHRISTIAN ACADEMY P O BOX 670 HURT,VA 24563	NONE	CHRISTIAN SCHOOL	UNRESTRICTED	135,000
Total  3a				873,910

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FIRST BAPTIST CHURCH OF ALTAVISTA 404 10TH STREET ALTAVISTA,VA 24517	NONE	CHURCH	PARISH NURSE	25,000
FIRST BAPTIST CHURCH OF PENDLETON SC P O BOX 187 PENDLETON,SC 29670	NONE	CHURCH	UNRESTRICTED	10,000
GRACE NETWORK OF MARTINSVILLEHENRY COUNTY P O BOX 3902 MARTINSVILLE,VA 241153902	NONE	PUBLIC CHARITY	UNRESTRICTED	30,000
HABITAT FOR HUMANITY 360 ALLEGHANY AVENUE LYNCHBURG,VA 24501	NONE	PUBLIC CHARITY	UNRESTRICTED	10,000
HUMANKIND 150 LINDEN AVENUE LYNCHBURG,VA 24503	NONE	PUBLIC CHARITY	UNRESTRICTED	15,000
MARTINSVILLE - HENRY COUNTY FAMILY YMCA 3 STARLING AVENUE MARTINSVILLE,VA 24112	NONE	PUBLIC CHARITY	UNRESTRICTED	35,000
METANOIA COMMUNITY DEVELOPMENT CORPORATION 2005 REYNOLDS AVENUE NORTH CHARLESTON,SC 29405	NONE	PUBLIC CHARITY	UNRESTRICTED	35,000
OAK HILL ACADEMY 2635 OAK HILL ROAD MOUTH OF WILSON,VA 24363	NONE	CHRISTIAN SCHOOL	UNRESTRICTED	35,365
PATRICK HENRY FAMILY SERVICES PO BOX 1398 BROOKNEAL,VA 24528	NONE	PUBLIC CHARITY	UNRESTRICTED	50,000
PREGNANCY CARE CENTER OF MHCINC 314 FAIRY STREET EXT SUITE E MARTINSVILLE,VA 24112	NONE	PUBLIC CHARITY	UNRESTRICTED	15,000
SC GOVERNOR'S SCHOOL FOR SCIENCE 401 RAILROAD AVE HARTSVILLE,SC 29550	NONE	PUBLIC SCHOOL	UNRESTRICTED	30,000
SAFETYNET INC P O BOX 4482 MARTINSVILLE,VA 241153902	NONE	PUBLIC CHARITY	UNRESTRICTED	15,000
THE MILLER HOME 2134 WESTERLY DRIVE LYNCHBURG,VA 24501	NONE	PUBLIC CHARITY	UNRESTRICTED	10,000
TOWN OF ALTAVISTA P O BOX 420 ALTAVISTA,VA 24517	NONE	NON- CHARITY	UNRESTRICTED	3,500
TRI-COUNTY TECHNICAL COLLEGE P O BOX 587 PENDLETON,SC 29670	NONE	PUBLIC COLLEGE	UNRESTRICTED	15,000
Total  3a				873,910

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNITED WAY OF ANDERSON COUNTY TEEN PREGNANCY PREVENTION PROGRAM PO BOX 2067 ANDERSON, SC 29622	NONE	PUBLIC CHARITY	TEEN PREGNANCY PREVENTION PROGRAM, SCHOOL DISTRICT 4	36,045
Total  3a				873,910

**TY 2014 All Other Program
Related Investments Schedule**

Name: W C ENGLISH FOUNDATION
C/O BEVERLEY E DALTON TRUSTEE
EIN: 54-6061817

Category	Amount
NONE	0

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

TY 2014 Depreciation Schedule

Name: W C ENGLISH FOUNDATION

C/O BEVERLEY E DALTON TRUSTEE

EIN: 54-6061817

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
LAND - FCA	1989-05-31	27,775		VAR	0 %	0	0		
SCHOOL	1989-05-31	744,127	465,078	SL	40 0000000000000	18,603	0		
SCHOOL - ADDITION	1990-11-30	489,092	287,334	SL	40 0000000000000	12,227	0		
SCHOOL - ADDITION	1991-11-30	112,645	63,360	SL	40 0000000000000	2,816	0		
SCHOOL - SIDEWALKS/IMPR	1992-11-30	76,221	40,820	SL	40 0000000000000	1,906	0		
GYM & CLASSROOMS	1994-05-31	1,266,371	633,180	SL	40 0000000000000	31,659	0		

TY 2014 Investments Corporate Stock Schedule

Name: W C ENGLISH FOUNDATION

C/O BEVERLEY E DALTON TRUSTEE

EIN: 54-6061817

Name of Stock	End of Year Book Value	End of Year Fair Market Value
RAYMOND JAMES ACCT 61018214	187,109	278,523
91833 SHARES OF LEXINGTON CORP. P.T.	18,638	813,640

TY 2014 Investments - Other Schedule**Name:** W C ENGLISH FOUNDATION

C/O BEVERLEY E DALTON TRUSTEE

EIN: 54-6061817

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ENDOWMENT VENT. PTR. V, LP	AT COST	189,189	158,324
COMMONFUND CAP. VENT. VI, LP	AT COST	110,230	100,336
COMMONFUND CAP. EQ. PTR. V, LP	AT COST	140,513	85,522
28% INV. IN BURTON CREEK, LLC	AT COST	24,041	511,362
3900 UTS. GREENVIEW PROP. LLC	AT COST	427,787	427,787
GREENVIEW PROP (CARTER) LLC	AT COST	459,306	459,306
COMMONFUND GLOBAL MULTI-ASSET FUND	AT COST	13,789,036	14,647,456

TY 2014 Land, Etc. Schedule

Name: W C ENGLISH FOUNDATION

C/O BEVERLEY E DALTON TRUSTEE

EIN: 54-6061817

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LAND - FCA	27,775	0	27,775	27,775
SCHOOL	744,127	483,681	260,446	260,446
SCHOOL - ADDITION	489,092	299,561	189,531	189,531
SCHOOL - ADDITION	112,645	66,176	46,469	46,469
SCHOOL - SIDEWALKS/IMPR.	76,221	42,726	33,495	33,495
GYM & CLASSROOMS	1,266,371	664,839	601,532	601,532

TY 2014 Other Assets Schedule**Name:** W C ENGLISH FOUNDATION

C/O BEVERLEY E DALTON TRUSTEE

EIN: 54-6061817

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
990T TAX OVERPAYMENT	1,260	0	
VA TAX OVERPAYMENT	105	0	
EXCISE TAX OVERPAYMENT		15,202	

TY 2014 Other Expenses Schedule

Name: W C ENGLISH FOUNDATION

C/O BEVERLEY E DALTON TRUSTEE

EIN: 54-6061817

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DEDUCTIONS - K-1'S	20,571	20,571		0
INSURANCE	2,244	0		0
NONTAX K-1 ADJUSTMENTS	-17,659	0		0
OTHER	2,000	0		0
SERVICE CHARGES	160	160		0

TY 2014 Other Income Schedule**Name:** W C ENGLISH FOUNDATION

C/O BEVERLEY E DALTON TRUSTEE

EIN: 54-6061817

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
K-1 RENTAL INCOME	1,303	1,303	1,303
K-1 BUSINESS INCOME(LOSS)	-8,427	-8,427	-8,427
K-1 ROYALTY INCOME(LOSS)	-164	-164	-164
K-1 INCOME SUBJECT TO UBIT	9,133	0	9,133
OTHER K-1 INCOME(CF GLOBAL)	154,457	154,457	154,457

TY 2014 Other Liabilities Schedule**Name:** W C ENGLISH FOUNDATION

C/O BEVERLEY E DALTON TRUSTEE

EIN: 54-6061817

Description	Beginning of Year - Book Value	End of Year - Book Value
EXCISE TAX PAYABLE	46,391	0
UBIT TAXES PAYABLE	0	352
VA TAXES PAYABLE	0	140

TY 2014 Other Professional Fees Schedule

Name: W C ENGLISH FOUNDATION

C/O BEVERLEY E DALTON TRUSTEE

EIN: 54-6061817

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	59,823	59,823		0

TY 2014 Taxes Schedule**Name:** W C ENGLISH FOUNDATION

C/O BEVERLEY E DALTON TRUSTEE

EIN: 54-6061817

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	5,407	0		0
UBIT TAX	1,612	0		0
VIRGINIA TAXES	245	0		0