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

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning , 2015, and ending , 20

Name of foundation: Charles B. Richardson Family Foundation

A Employer identification number: 54-1931421

Number and street (or P O box number if mail is not delivered to street address): 162 Old Forest Circle

Room/suite:

B Telephone number (see instructions): 540-667-3121

City or town, state or province, country, and ZIP or foreign postal code: Winchester, VA 22602

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) ▶ $

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

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

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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	23,586	23,586		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	21,260			
	b Gross sales price for all assets on line 6a 89,658				
	7 Capital gain net income (from Part IV, line 2)		21,260		
	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)				
	12 **Total.** Add lines 1 through 11	44,846	44,846	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	7,800			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	250	250		
	b Accounting fees (attach schedule)	2,560	2,560		
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,673	220		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	6645	6645		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	18,928	9,675		
	25 Contributions, gifts, grants paid	37,980			37,980
	26 **Total expenses and disbursements.** Add lines 24 and 25	56,908	9,675	—	37,980
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	⟨12,062⟩			
	b **Net investment income** (if negative, enter -0-)		35,171		
	c **Adjusted net income** (if negative, enter -0-)			—	

For Paperwork Reduction Act Notice, see instructions.

A

Form 990-PF (2015)

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Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets			
1 Cash - non-interest-bearing	26,856	30,947	30947
2 Savings and temporary cash investments			
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			
10a Investments - U.S. and state government obligations (attach schedule)			
b Investments - corporate stock (attach schedule)	510,448	498,229	674,934
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)			
14 Land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)			
16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	537,304	529,176	705,881
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			
28 Paid-in or capital surplus, or land, bldg , and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	537,304	529,176	
30 **Total net assets or fund balances** (see instructions)	537,304	529,176	
31 **Total liabilities and net assets/fund balances** (see instructions)	537,304	529,176	

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	537,304
2 Enter amount from Part I, line 27a	2	⟨12,062⟩
3 Other increases not included in line 2 (itemize) ▶	3	3,934
4 Add lines 1, 2, and 3	4	529,176
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	529,176

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr.)	(d) Date sold (mo , day, yr.)
1a	See Attached Form 8949	P	various	various
b	Form 1099 Capital Gain Dist	P	various	various
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	89,658		68,446	21,212
b	48			48
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				21,212
b				48
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** 21,260

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** ‹807›

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))
2014	35,717	777,388	.045945
2013	29,390	716,921	.040995
2012	31,243	648,994	.048141
2011	29,907	645,340	.046343
2010	26,785	593,267	.045148

2 Total of line 1, column (d)	2	.226572
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	.045315
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	743,646
5 Multiply line 4 by line 3	5	33,698
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	352
7 Add lines 5 and 6	7	34,050
8 Enter qualifying distributions from Part XII, line 4	8	37,980

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	352
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	
3	Add lines 1 and 2	3	352
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	352
6	Credits/Payments.		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a		
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	
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	352
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 2016 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? If "Yes," attach a detailed description of the activities.	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶			
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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities (continued)

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

Website address ▶ None

14 The books are in care of ▶ Charles B. Richardson Telephone no. ▶ 540-667-8121
Located at ▶ 161 Old Forest Circle, Winchester, VA ZIP+4 ▶ 22602

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 2015, 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 FinCEN Form 114 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)?		1b	N/A	
	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 2015?		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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)		2b	N/A	
c	*If the provisions of section 4942(a)(2) are being applied to* **any** *of the years listed in 2a, list the years here.* ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2015 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 2015)		3b	N/A	
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 2015?		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 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	N/A
	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: 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?	7b	N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see 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
Charles B. Richardson 162 Old Forest Circle, Winchester, VA 22602	Pres / Treas 1½hrs /wk	7,800.00	-0-	-0-
Margaret N. Richardson 162 Old Forest Circle, Winchester, VA 22602	Secretary 5hrs/YR	-0-	-0-	-0-
Anne K. Hussey Ashland, VA	Director 2hrs/YR	-0-	-0-	-0-
Thomas P. Richardson Independence, KY	Director 2hrs/YR	-0-	-0-	-0-

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 ▶

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	717,447
b	Average of monthly cash balances	1b	37,524
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	754,971
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	754,971
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	11,325
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	743,646
6	**Minimum investment return.** Enter 5% of line 5	6	37,182

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	37,182
2a	Tax on investment income for 2015 from Part VI, line 5	2a	352		
b	Income tax for 2015 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	352
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	36,830
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	36830
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	36830

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	37,980
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	37,980
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	37,980

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 2014	(c) 2014	(d) 2015
1	Distributable amount for 2015 from Part XI, line 7				36,830
2	Undistributed income, if any, as of the end of 2015:				
a	Enter amount for 2014 only			37,964	
b	Total for prior years: ______, ______, ______		0		
3	Excess distributions carryover, if any, to 2015:				
a	From 2010				
b	From 2011				
c	From 2012				
d	From 2013				
e	From 2014				
f	**Total** of lines 3a through e	0			
4	Qualifying distributions for 2015 from Part XII, line 4. ► $ 37,980				
a	Applied to 2014, but not more than line 2a			37,964	
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 2015 distributable amount				16
e	Remaining amount distributed out of corpus	0			
5	Excess distributions carryover applied to 2015 (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				
d	Subtract line 6c from line 6b. Taxable amount - see instructions		0		
e	Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instructions			0	
f	Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				36,814
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)				
8	Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	0			
9	**Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	0			
10	Analysis of line 9				
a	Excess from 2011 ... 0				
b	Excess from 2012 ... 0				
c	Excess from 2013 ... 0				
d	Excess from 2014 ... 0				
e	Excess from 2015 ... 0				

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 2015, enter the date of the ruling . . . ▶ N/A

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) 2015	(b) 2014	(c) 2013	(d) 2012	(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).)

none

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

none

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

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

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

Charles B. Richardson, 162 Old Forest Circle, Winchester, VA 22602

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

no special form

c Any submission deadlines:

none

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

none

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ABBA Care, Inc 200 Weems Ln Winchester, VA 22601		501(c)(3)	Community Aid	6,330
Care Net Pregnancy Services of N. KY PO Box 17688 Covington, KY 41017-0688		501(c)(3)	Community Aid	6,330
Reasons for Hope PO Box 415 Hebron, KY 41048		501(c)(3)	Community Aid	6,330
Salvation Army Winchester VA Corps 300 Fort Collier Rd Winchester, VA 22603		501(c)(3)	Community Aid	6,330
Village Missions PO Box 197 Dallas, OR 97338-0197		501(c)(3)	Community Aid	6,330
Winchester Rescue Mission 435 N. Cameron St Winchester, VA 22601		501(c)(3)	Community Aid	6,330
Total ▶ 3a				37,980
b Approved for future payment				
Total ▶ 3b				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1 Program service revenue:					
a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
f		0		0	0
g Fees and contracts from government agencies		0		0	0
2 Membership dues and assessments		0		0	0
3 Interest on savings and temporary cash investments		0		0	0
4 Dividends and interest from securities		0	14	23586	
5 Net rental income or (loss) from real estate:					
a Debt-financed property		0		0	0
b Not debt-financed property		0		0	0
6 Net rental income or (loss) from personal property		0		0	0
7 Other investment income		0		0	0
8 Gain or (loss) from sales of assets other than inventory		0	18	21260	
9 Net income or (loss) from special events		0		0	0
10 Gross profit or (loss) from sales of inventory		0		0	0
11 Other revenue: a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
12 Subtotal Add columns (b), (d), and (e)		0			

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 44846

(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)

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

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

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

▶ Charles B. Richardson | 5/4/2016 | ▶ President

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Lynn M. Poole	Lynn M. Poole	4-26-16		P00096078
Firm's name ▶ LYNN M. POOLE TAX SERVICE LLC			Firm's EIN ▶ 46-4489107	
Firm's address ▶ 712 S. BRADDOCK ST. WINCHESTER, VA 22601			Phone no 540-667-8838	

Charles B. Richardson Family Foundation
54-1931421
12-31-15

	Initials	Date
Prepared By		
Approved By		

ASH No A7403

ATTACHMENT TO FORM 990 PF

	(1)	(2)	(3)
Part I - Line 16a: Legal Fees			
Williams Mullen		$ 250.00	
Line 16b: Accounting			
Lynn M. Poole Tax Service LLC		$ 2560.00	
Line 18: Taxes			
Excise Tax		$ 860.00	
Payroll Taxes		593.00	
Foreign Taxes		220.00	
Total Line 18		$ 1673.00	
Line 23: Other Expenses			
Advisory Fees		$ 6620.00	
SCC Registration		25.00	
Total Line 23		$ 6645.00	
Part II - Balance Sheets:			
Line 10b: Corporate Stocks			
See Attachments			
Part III - Analysis of Change	FMV	Book	Diff
Line 3: Adjusted difference in FMV +	$ 11798.00	$ 8479.00	$ 3319.00
Book value of Assets Gifted			
Cash Reserves			$ 615.00
Total Line 3			$ 3934.00

HISTACOUNT

LC192512 (06/05)

THE CHARLES L. RICHARDSON FOUNDATION [illegible]
EQUITIES AND CASH @ END OF [illegible]
MANAGED ACCT. #8598-15[illegible]1

# SHARES	COMPANY	BOOK VALUE (COST)	FAIR MKT. VALUE 12/31/15	CASH
200	ACCENTURE PLC IRELAND [illegible]	9808 19	20900 00	
400	BB&T	9682 50	15124 00	
300	CHEVRON	10969 74	26988 00	
400	DOMINION RESOURCES	9296 70	2705[illegible]	
200	DUKE ENERGY	10833 25	14278 00	
100	ENBRIDGE	2113 78	3319.00	
200	EXXON	7206.30	15590.00	
200	GENERAL MILLS	4579 87	11532.00	
100	ILLINOIS TOOL WORKS	5634 87	9268.00	
300	JOHNSON & JOHNSON	16209.[illegible]	30816.00	
445	KINDER MORGAN, INC. (KMI)	18483.08	6639 40	
300	MICROSOFT	8239 44	16644 00	
200	NATIONAL FUEL GAS	5257 75	8550 00	
200	NAVIOS MARITIME PARTNERS	2999 49	604 00	
200	PFIZER	4727 00	6456 00	
400	PROCTER & GAMBLE	19930 25	31764 00	
100	SUNCOR	3638 25	2580 00	
100	UNITED TECHNOLOGIES	7504 50	9607 00	
252	VERIZON	11002 03	11644 44	
109	VODAPHONE	5634 11	3516.34	
	TOTAL [illegible]	173750 69	272879 18	
	CASH (RECAP ON P 19 of 22)			5909 01

[illegible] [illegible]RLES B. RICH[illegible]SON FAMILY FOUNDATION

[illegible] & CASH, END OF $\boxed{2015}$

DSII MAN[illegible] # 3290-8322

# SHARES	COMPANY	B[illegible] VALUE (COST)	FAIR MKT. VALUE 12/31/15	CASH
69	A[illegible] LABS	350794	3098.[illegible]	
56	[illegible]	288096	335445	
29	AIR PRODUCTS & CHEMICALS	2397 06	37[illegible]	
25	AMGEN	405394	405[illegible]	
67	[illegible]ALOG DEVICES	203[illegible] 62	381[illegible] 08	
106	AT&T	3[illegible]	3647 46	
50	AUTOMATIC DATA PROCESSING	18[illegible]	4236 00	
32	BE[illegible] DICKINSON	2520 [illegible]	4[illegible]088	
70	BL[illegible]ROCK	3[illegible]	340520	
38	C[illegible]	334[illegible]	3415.4[illegible]	
37	CHUBB	250907	4[illegible]68	
[illegible]	[illegible]	23[illegible]	4817.54	
55	COLGATE PALMOLIVE	2204.62	366410	
58	CONOCO PHILLIPS	2885.42	2708.02	
49	EATON VANCE	1484.12	1589.07	
67	EMERSON ELECTRIC	3[illegible]02	3204.61	
74	EVERSOURCE ENERGY	224357	37[illegible].1[illegible]	
45	EXXON MOBIL	3295.15	350[illegible].75	
20	FACTSET RESEARCH SYS.	1321.85	3251.40	
65	GENERAL MILLS	234[illegible]36	3747.90	
37	GENERAL DYNAMICS	2620.57	5082.32	
10	GRA[illegible]R WW	1014.70	2025.90	
41	HARRIS CORP	1923.[illegible]	35[illegible].90	
47	ILLINOIS TOOL WORKS	2[illegible]	4355.96	
13	IBM	1730.01	1789.06	
34	JM SMUCKER	2198.60	41[illegible].56	
49	JOHNSON & JOHNSON	3543.23	5033.2[illegible]	
49	KELLOGG	256264	3541.23	
87	LOWES	351917	6615.48	
25	McDONALDS	177698	3307.92	
65	MEDTRONIC	5001.75	4999.80	
126	MICROSOFT	38[illegible]	6990.48	
42	NEXTERA ENERGY	2134.00	4363.38	
53	NORDSTROM	2058.09	263[illegible]	
40	NORFOLK SOUTHERN	2111.12	3383.[illegible]	
43	N[illegible] DR	2339.04	3699.72	
82	PA[illegible]	2546.39	4336.98	
39	PEPSICO	244910	3896.88	
49	PHILLIPS [illegible]	[illegible]2	4008.20	
		CONT'D	CONT'D	

D 1 of 7 [illegible]

DSI[illegible], [illegible] ACCT, #3[illegible]-[illegible] (CONT) P 5 of 22

# SH	COMPANY	[illegible] COST	FAIR MKT VALUE 12/31/15	C[illegible]
32	[illegible] INDS	[illegible]	[illegible]	
30	PA[illegible]	[illegible]	307[illegible]	
39	PROCTOR & GAMBLE	2410.07	309699	
38	QUALCOMM	2887.24	1899.43	
27	SCANNA	1016.63	1633.23	
87	SYSCO	2507.06	356700	
46	TARGET	2319.84	[illegible]40.06	
59	THE [illegible] CO.	2333.82	2760.61	
31	UNITED TECHNOLOGIES	[illegible]	297817	
76	VF CORP	2220.32	4731[illegible]	
56	WALMART STORES	340582	343280	
34	WEC ENERGY GR	131716	17[illegible]54	
29	3M CO.	248415	4368.56	
		13017014	190120.35	
	CASH (RECAP ON P 19 of 22)			7807.06

PA of 7 THIS ACCT.

THE CHARLES B. RICHARDSON FAMILY [illegible]
EQUITIES & CASH @ END of [2015]
FBO [illegible] INV, MNGD. ACCT. # 8136-4064

# SHS	COMPANY	BOOK VALUE (COST)	FAIR MKT VALUE 12.31.15	CASH
97	ALTRIA GR	319088	5646.37	
24	AMERICAN ELECTRIC POWER	104016	1398.48	
139	AT&T	484974	478299	
89	BCE, INC	399199	343718	
109	BP PLC SPONS ADR	465624	340434	
22	CHEVRON	241816	197912	
49	COCA COLA	191013	210504	
36	DOMINION RESOURCES	194489	243504	
53	DUKE ENERGY	344632	3783.[illegible]	
52	EXXON MOBIL	3706.66	4053.40	
37	GENERAL MILLS	1946.02	[illegible]133.45	
123	GLAXOSMITHKLINE PLC ADR	580446	4963.05	
67	HCP	235116	217968	
26	JOHNSON & JOHNSON	186056	2670.72	
24	KIMBERLY CLARK	1937.22	3055.20	
71	KRAFT HEINZ	3446.35	5165.96	
45	McDONALDS	429355	5316.30	
79	MERCK	3365.98	4172.[illegible]	
76	NATIONAL GRID ADR	4370.71	5285.0[illegible]	
41	OMEGA HEALTHCARE REIT	1460.09	143418	
14	PEPSICO	1001.69	1398.88	
63	PHILIP MORRIS	525302	553833	
82	PPL CORP	223407	[illegible]	
64	PROCTOR & GAMBLE	491063	5082.24	
31	REALTY INCOME CORP	132088	1600.5[illegible]	
119	REYNOLDS AMERICAN	248412	549185	
55	ROYAL DUTCH SHELL	38[illegible]	2532.20	
27	SANOFI ADR	121653	115155	
80	THE SOUTHERN CO.	346449	374320	
68	UNILEVER PLC SPONS ADR	2821.67	2130.[illegible]	
36	VENTAS	193814	203148	
96	VERIZON COMM.	442013	443712	
98	VODAFONE	415850	316148	
32	[illegible]	206683	231302	
		10317915	11361766	
	CASH (RE: [illegible] 19 of 22)			2570.31

EQU[illegible]
EQUITY MVRST. M[illegible] 6441-5668

# SHS	COMPANY	BOOK VALUE (COST)	FAIR MKT VALUE [illegible]/16	CASH
45	AMERICAN EXPRESS	305091	312975	
175	ANNALY CAP MANAGEMENT	174288	1641,50	
55	BAXALTA	168854	214665	
55	BAXTER INTL.	208063	209825	
35	BED BATH & BEYOND	2377.14	16[illegible]	
30	CHEVRON	299025	269880	
90	CISCO	18[illegible]	24[illegible]95	
80	DIAMOND OFFSHORE DRILLING	242726	1688,00	
130	EBAY	320[illegible]76	357240	
135	EXELON	408351	3748.95	
40	EXPRESS SCRIPTS [illegible] CO	2[illegible]35	349640	
55	EXXON MOBIL	469331	4[illegible]25	
65	FRANKLIN [illegible]	304415	2393[illegible]	
7	GLAXO SMITHKLINE PLC ADR	30[illegible]	28[illegible]	
100	[illegible]	312717	3[illegible]00	
30	JOHNSON & JOHNSON	242425	308160	
55	MACK CALI RLTY REIT	111877	128[illegible]25	
50	MEDTRONIC PLC	384750	384600	
55	MICROSOFT	145728	305140	
50	PEPSICO	347920	499600	
40	PNC FINANCIAL SERVICES	240904	381640	
45	PROCTOR & GAMBLE	356117	357345	
40	QUALCOMM	251762	1999.40	
115	SOUTHWESTERN ENERGY	341089	81765	
55	SUNTRUST BANKS	156[illegible]21	236620	
135	TAIWAN SEMICONDUCTOR MFG ADR	226852	307125	
60	TARGET	353358	435[illegible]60	
37	TORCHMARK	132555	211492	
30	TRAVELERS INC	238895	338580	
85	US BANCORP	279344	362695	
80	WAL-MART STORES	556569	490400	
70	WELLS FARGO CO	242474	380520	
95	WHOLE FOODS MKT.	307992	318250	
		91129.49	98317.02	
CASH	(RECAP on p 19 of 22)			1465957

2015

THE CH[illegible] L. RICHARDSON FAM. FOUNDATION
EQUITIES & CASH @ END of 2015
RECAP OF ALL ACCOUNTS

ACCOUNT	BOOK VALUE (COST)	FAIR MKT VALUE 12/31/15	CASH 12/31/15
SELF MANAGED ACCT. # 8598-1521	173750 69	272879 18	5909.91
DSIP MNGD ACCT. # 3290-8322	130170 14	190120 35	7807 06
FED. INV. MNGD ACCT. # 8136-4064	103179 15	113617 66	2570 31
EQ. INV. MNGD ACCT. # 6416-5668	91129 49	98317 02	14659 57
TOTAL	498229 47	674934.21	30946.85

GO TO p 2 of 22

RECAP OF TOTAL PROCEEDS – SALE OF STOCK
RECAP OF TOTAL COSTS – SALE OF STOCK

	TOTAL [illegible]	TOTAL [illegible]
Self managed ACCT. #8598-15[illegible]	—	—
DSIP MANAGED ACCT. # 3290-8322	27984.68	15666.63
FED. INV. MNGD ACCT. # 8136-4064	21897.82	20299.49
EQ. INV. MNGD ACCT. # 6416-5668	39775.09	32479.77
TOTAL	89,657.59	68445.89

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