

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 instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 10-01-2015

, and ending 09-30-2016

Name of foundation THE CONSTANCE DUNDAS FOUNDATION		A Employer identification number 54-1894989	
Number and street (or P O box number if mail is not delivered to street address) 1900 ONE JAMES CENTER 901 E CARY ST		B Telephone number (see instructions) (804) 697-5110	
City or town, state or province, country, and ZIP or foreign postal code RICHMOND, VA 23219		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 6,575,110		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	7,073	7,073		
	4 Dividends and interest from securities	170,958	170,958		
	5a Gross rents	52,424	52,424		
	b Net rental income or (loss) 27,015				
	6a Net gain or (loss) from sale of assets not on line 10	-28,351			
	b Gross sales price for all assets on line 6a 423,273				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	202,104	230,455		
	13 Compensation of officers, directors, trustees, etc	33,568			33,568
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	4,500			4,500
	c Other professional fees (attach schedule)	9,532	9,532		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	3,796	3,796		
	19 Depreciation (attach schedule) and depletion . . .	6,452	6,452		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	22,374	19,365		3,009
	24 Total operating and administrative expenses. Add lines 13 through 23	80,222	39,145		41,077
	25 Contributions, gifts, grants paid	292,000			292,000
	26 Total expenses and disbursements. Add lines 24 and 25	372,222	39,145		333,077
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-170,118			
	b Net investment income (if negative, enter -0-)		191,310		
	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			
	2	Savings and temporary cash investments	89,890	109,479	109,479
	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)	4,094,100	3,919,404	5,578,784
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____ 456,881 Less accumulated depreciation (attach schedule) ▶ _____ 74,180	389,153	382,701	575,000
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	327,626	319,067	311,847
	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)	4,900,769	4,730,651	6,575,110	
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	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	4,900,769	4,730,651	
	30	Total net assets or fund balances(see instructions)	4,900,769	4,730,651	
	31	Total liabilities and net assets/fund balances(see instructions) . .	4,900,769	4,730,651	

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 4,900,769
2	Enter amount from Part I, line 27a	2 -170,118
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3	4 4,730,651
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 4,730,651

Part IV

Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr)	Date sold (d) (mo , day, yr)
1 a	SEE ATTACHED	P		
b				
c				
d				
e				

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a 423,273		451,624	-28,351
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
a			-28,351
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	-28,351
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))
2014	334,218	6,779,397	0 04930
2013	305,528	6,908,422	0 04423
2012	287,028	6,210,505	0 04622
2011	263,814	5,725,872	0 04607
2010	245,662	5,323,688	0 04615

2	Total of line 1, column (d).	2	0 231960
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 046392
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	6,509,889
5	Multiply line 4 by line 3.	5	302,007
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,913
7	Add lines 5 and 6.	7	303,920
8	Enter qualifying distributions from Part XII, line 4.	8	333,077

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	1,913
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	1,913
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	1,913
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	7,203
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	7,203
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,290
11	Enter the amount of line 10 to be Credited to 2015 estimated tax <input type="checkbox"/> 5,290 Refunded <input type="checkbox"/>	11	

Part VII-A Statements 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?		Yes	No
1a				No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? 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	1b		No
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
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		No
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		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> VA _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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		No
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? Website address ▶N/A	13	Yes	
14	The books are in care of ▶FRED J BERNHARDT JR Telephone no ▶(804) 697-5110 Located at ▶901 E CARY ST RICHMOND VA ZIP+4 ▶23219			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/>	15		
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? 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 ▶	16	Yes	No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/>	1b		No
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?. <input type="checkbox"/>	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). <input type="checkbox"/>	2b		No
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?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/>	3b		No
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 2015?	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

No

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

No

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	Title, and average hours per week (b) devoted to position	(c) Compensation(If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
FRED J BERNHARDT JR 1900 ONE JAMES CTR 901 E CARY RICHMOND,VA 23219	Trustee 5 00	33,568		

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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				

Total

number of other employees paid over \$50,000.

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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	
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	
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	5,833,192
b	Average of monthly cash balances.	1b	200,832
c	Fair market value of all other assets (see instructions).	1c	575,000
d	Total (add lines 1a, b, and c).	1d	6,609,024
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	
3	Subtract line 2 from line 1d.	3	6,609,024
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	99,135
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,509,889
6	Minimum investment return. Enter 5% of line 5.	6	325,494

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	325,494
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	1,913
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,913
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	323,581
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	323,581
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	323,581

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	333,077
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	333,077
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	1,913
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	331,164

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				323,581
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			290,228	
b Total for prior years 20____, 20____, 20____				
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.				
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 333,077				
a Applied to 2014, but not more than line 2a			290,228	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2015 distributable amount.				42,849
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2015 (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 2014 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				280,732
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). . .				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.				
10 Analysis of line 9				
a Excess from 2011.				
b Excess from 2012.				
c Excess from 2013.				
d Excess from 2014.				
e Excess from 2015.				

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. . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 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) 2015	(b) 2014	(c) 2013	(d) 2012	

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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

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	292,000
b Approved for future payment				
Total			▶ 3b	

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			14	7,073	
4 Dividends and interest from securities.			14	170,958	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.			16	27,015	
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	-28,351	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e).				176,695	
13 Total. Add line 12, columns (b), (d), and (e).			13		176,695

(See worksheet in line 13 instructions to verify calculations)

[illegible]

Part XVII

a Transfers from the reporting foundation to a noncharitable exempt organization of

	Yes	No
1a(1)		No
1a(2)		No

1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No

1c	No
----	----

[illegible]

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.

Signature of officer or trustee

Date

Title

May the IRS discuss this return with the preparer shown below

(see instr) ? ☒ Yes ☐ No

(see instr)? ☒ Yes ☐ No

Print/Type preparer's name
FRANK E JENKINS JR
CPA

Preparer's Signature

Date

Check if self-employed ☐

PTIN

P00362483

Firm's name ► ADAMS JENKINS CHEATHAM PC

Firm's EIN ▶

Firm's address ►
231 WYLDEROSE DR MIDLOTHIAN, VA
231136845

Phone no (804) 323-1313

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>				
JACKSON-FEILD HOMES 2800 PATTERSON AVENUE STE 302 RICHMOND,VA 23221	NONE	PC	GENERAL OPERATING PURPOSES	40,000
VIRGINIA THEOLOGICAL SEMINARY 3737 SEMINARY ROAD ALEXANDRIA,VA 22304	NONE	PC	BISHOP PAYNE SCHOLARSHIP FUND	25,000
THE COMMUNITY FOUNDATION 7501 BOULDERS VIEW DRIVE STE 110 RICHMOND,VA 23225	NONE	PC	DIRECTED TO THE GUMENICK GREATER RICHMOND HOUSING FUND	60,000
CHANCO ON THE JAMES EPISCOPAL DIOCE 394 FLOODS DRIVE SPRING GROVE,VA 23881	NONE	PC	ANNUAL FUND	25,000
THE MIAMI FOUNDATION 200 SOUTH BISCAYNE BLVD STE 505 MIAMI,FL 33131	NONE	PC	PROVIDING HOUSING IN THE OVERTOWN AREA AND FOR HOUSING IN THE GREATER MIAMI AREA	60,000
Total ▶ 3a				292,000

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>				
THE HEALTH WAGON INC 233 CHASE STREET STE 100 CLINTWOOD,VA 24228	NONE	PC	REMOTE AREA MEDICAL - WISE, VA	32,000
ST ANDREWS SCHOOL 227 SOUTH CHERRY STREET RICHMOND,VA 23220	NONE	PC	GENERAL OPERATING PURPOSES	25,000
RICHMOND METRO HABITAT FOR HUMANITY 2281 DABNEY RD STE A RICHMOND,VA 23230	NONE	PC	PROVIDE HOUSING	25,000
Total ▶ 3a				292,000

TY 2015 Accounting Fees Schedule**Name:** THE CONSTANCE DUNDAS FOUNDATION**EIN:** 54-1894989**Software ID:** 15000324**Software Version:** 2015v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTANT / CPA	4,500	0	0	4,500

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

TY 2015 Depreciation Schedule

Name: THE CONSTANCE DUNDAS FOUNDATION

EIN: 54-1894989

Software ID: 15000324

Software Version: 2015v3.0

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
BUILDING IMPROVEMENTS	2002-01-02	78,078	27,444	SL	2 56 %	2,002	2,002		
DOORS	2005-06-08	2,265	599	SL	2 56 %	58	58		
BUILDING IMPROVEMENTS	2008-09-30	38,537	6,916	SL	2 56 %	988	988		
BUILDING IMPROVEMENTS	2009-09-01	55,244	8,619	SL	2 56 %	1,416	1,416		
BUILDING IMPROVEMENTS	2011-08-01	10,450	1,117	SL	2 56 %	268	268		
ROOF	2012-12-15	33,112	2,406	SL	2 56 %	849	849		
ROOF - 202 & 204 E GRACE	2015-05-13	33,973	327	SL	2 56 %	871	871		

TY 2015 Investments Corporate Stock Schedule**Name:** THE CONSTANCE DUNDAS FOUNDATION**EIN:** 54-1894989**Software ID:** 15000324**Software Version:** 2015v3.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCKS	3,919,404	5,578,784

TY 2015 Investments - Land Schedule**Name:** THE CONSTANCE DUNDAS FOUNDATION**EIN:** 54-1894989**Software ID:** 15000324**Software Version:** 2015v3.0

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Buildings	69,350	5,110	64,240	
Improvements	202,609	69,070	133,539	
Land	184,922		184,922	157,000
Miscellaneous				418,000

TY 2015 Investments - Other Schedule**Name:** THE CONSTANCE DUNDAS FOUNDATION**EIN:** 54-1894989**Software ID:** 15000324**Software Version:** 2015v3.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
UNIT INVESTMENT TRUSTS	AT COST	319,067	311,847

TY 2015 Other Expenses Schedule**Name:** THE CONSTANCE DUNDAS FOUNDATION**EIN:** 54-1894989**Software ID:** 15000324**Software Version:** 2015v3.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES & CHARGES	408	408		
COMMISSIONER OF ACCOUNTS FEE	3,009			3,009
Rental Expenses	18,957	18,957		

TY 2015 Other Professional Fees Schedule**Name:** THE CONSTANCE DUNDAS FOUNDATION**EIN:** 54-1894989**Software ID:** 15000324**Software Version:** 2015v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	4,766	4,766	0	0
INVESTMENT FEES	4,766	4,766	0	0

TY 2015 Taxes Schedule**Name:** THE CONSTANCE DUNDAS FOUNDATION**EIN:** 54-1894989**Software ID:** 15000324**Software Version:** 2015v3.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD	3,796	3,796		

GAINS AND LOSSES ON SALES AND OTHER DISPOSITIONS

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Dundas, Constance Foundation
For Period 10/1/2015 Through 9/30/2016

		<u>Gain</u>	<u>Loss</u>
10/26/2015	Fee - Daiichi Sankyo Co Ltd SPON ADR (10/26/15 - Cancel Fee \$19.26 - Fee charged \$13.91 for 7/10/15 - Posted 7/13/15 - \$5.35 difference)		
	Proceeds	\$ 19.26	
	Fiduciary Acquisition Value	19.26	
	Net Gain	\$ 0.00	
10/28/2015	Sale 415 shares Deutsche Boerse ADR @ 9.0349 415 Units		
	Proceeds	\$ 3,749.41	
	Fiduciary Acquisition Value	2,984.90	
	Net Gain	764.51	
10/28/2015	Sale 75 shares UBS Group AG CHF @ 20.474799 75 Units		
	Proceeds	\$ 1,535.58	
	Fiduciary Acquisition Value	1,387.31	
	Net Gain	148.27	
12/14/2015	Short Term Capital Gain on JP Morgan Core Bond Fund Class A		
	Proceeds	\$ 20.06	
	Fiduciary Acquisition Value	0.00	
	Net Gain	20.06	
12/14/2015	Long Term Capital Gain on JP Morgan Core Bond Fund Class A		
	Proceeds	\$ 328.63	
	Fiduciary Acquisition Value	0.00	
	Net Gain	328.63	
1/22/2016	Sale 100 shares Swiss Reins Ltd Spon ADR @ 23.453299 100 Units		
	Proceeds	\$ 2,345.29	
	Fiduciary Acquisition Value	1,463.59	
	Net Gain	881.70	

GAINS AND LOSSES ON SALES AND OTHER DISPOSITIONS

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Dundas, Constance Foundation
For Period 10/1/2015 Through 9/30/2016

		Gain	Loss
2/5/2016 Sale 194 shares Koninklijke Ahold NV SPON ADR @ 22.5167 194 Units			
Proceeds	\$ 4,368.16		
Fiduciary Acquisition Value	1,668.21		
	<hr/>		
Net Gain		\$ 2,699.95	
2/18/2016 Sale 690 shares Mitsubisi UFJ Financial Group, Inc. @ 3.907999 690 Units			
Proceeds	\$ 2,696.46		
Fiduciary Acquisition Value	6,223.93		
	<hr/>		
Net Loss			\$ 3,527.47
2/19/2016 Sale 355 shares Chesapeake Energy Corporation @ 1.668699 355 Units			
Proceeds	\$ 592.38		
Fiduciary Acquisition Value	6,459.41		
	<hr/>		
Net Loss			5,867.03
3/1/2016 Sale 430 shares Petroleo Brasileiro SA Petrobras @ 2.4407 430 Units			
Proceeds	\$ 1,049.48		
Fiduciary Acquisition Value	5,850.73		
	<hr/>		
Net Loss			4,801.25
3/17/2016 Sale 55 shares Daiichi Sankyo Co. Ltd. SPON ADR @ 22.026199 55 Units			
Proceeds	\$ 1,211.41		
Fiduciary Acquisition Value	959.77		
	<hr/>		
Net Gain		251.64	

GAINS AND LOSSES ON SALES AND OTHER DISPOSITIONS

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Dundas, Constance Foundation
For Period 10/1/2015 Through 9/30/2016

		Gain	Loss
3/23/2016	Sale 22 shares Pepsico, Inc. @ 101.2575 22 Units		
	Proceeds	\$ 2,227.62	
	Fiduciary Acquisition Value	1,394.34	
	Net Gain	\$ 833.28	
4/6/2016	Sale 95 shares Exelon Corporation @ 35.5469 95 Units		
	Proceeds	\$ 3,376.89	
	Fiduciary Acquisition Value	2,703.58	
	Net Gain	673.31	
4/22/2016	Sale 80 shares Daiichi Sankyo Co. Ltd. SPON ADR @ 23.843599 80 Units		
	Proceeds	\$ 1,907.45	
	Fiduciary Acquisition Value	1,396.03	
	Net Gain	511.42	
4/29/2016	Sale 655 shares Companhia De Saneamento Basico Do Estado De Sao Paul @ 7.25190 655 Units		
	Proceeds	\$ 4,749.89	
	Fiduciary Acquisition Value	4,917.54	
	Net Loss		\$ 167.65
5/23/2016	Sale 5 shares Companhia De Saneamento Basico Do Estado De Sao Paulo ADS SPON ADR @ 7.585 5 Units		
	Proceeds	\$ 37.92	
	Fiduciary Acquisition Value	25.81	
	Net Gain	12.11	

GAINS AND LOSSES ON SALES AND OTHER DISPOSITIONS

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Dundas, Constance Foundation
For Period 10/1/2015 Through 9/30/2016

		Gain	Loss
5/23/2016	Sale 470 shares Companhia De Saneamento Basico Do Estado De Sao Paulo ADS SPON ADR @ 7.548 470 Units		
	Proceeds	\$ 3,547.48	
	Fiduciary Acquisition Value	2,407.44	
	Net Gain		\$ 1,140.04
6/17/2016	Sale 2,600 shares Centerpoint Energy, In. (Holdings) @ 22.943307 2,600 Units		
	Proceeds	\$ 58,770.60	
	Fiduciary Acquisition Value	52,992.56	
	Net Gain		5,778.04
6/17/2016	Sale 1,000 shares Chevron Corporation @ 100.901 1,000 Units		
	Proceeds	\$ 99,627.10	
	Fiduciary Acquisition Value	66,021.50	
	Net Gain		33,605.60
6/17/2016	Sale 3,100 shares Legg Mason, Inc. @ 31.021064 3,100 Units		
	Proceeds	\$ 94,935.63	
	Fiduciary Acquisition Value	157,267.27	
	Net Loss		\$ 62,331.64
6/17/2016	Sale 1,500 shares Norfolk Southern Corporation @ 82.756533 1,500 Units		
	Proceeds	\$ 122,661.74	
	Fiduciary Acquisition Value	124,462.22	
	Net Loss		1,800.48

GAINS AND LOSSES ON SALES AND OTHER DISPOSITIONS

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Dundas, Constance Foundation
For Period 10/1/2015 Through 9/30/2016

		Gain	Loss
6/29/2016	Sale 110 shares CRH PLC Ireland SPON ADR @ 28.739999 110 Units		
	Proceeds	\$ 3,161.33	
	Fiduciary Acquisition Value	1,940.85	
	Net Gain	\$ 1,220.48	
7/20/2016	Sale 125 shares Canon, Inc. ADR Japan SPON ADR @ 28.0839 125 Units		
	Proceeds	\$ 3,510.41	
	Fiduciary Acquisition Value	4,395.57	
	Net Loss		\$ 885.16
8/24/2016	Sale 30 shares XILINX, Inc. @ 53.0916 30 Units		
	Proceeds	\$ 1,592.72	
	Fiduciary Acquisition Value	1,160.96	
	Net Gain	431.76	
8/24/2016	Sale 30 shares Glaxo Smithkline PLC ADR @ 43.954186 30 Units		
	Proceeds	\$ 1,318.60	
	Fiduciary Acquisition Value	1,404.08	
	Net Loss		85.48
9/16/2016	Sale 120 shares CRH PLC Ireland SPON ADR @ 32.7638 120 Units		
	Proceeds	\$ 3,931.57	
	Fiduciary Acquisition Value	2,117.29	
	Net Gain	1,814.28	
	Total Gains and Losses	51,115.08	79,466.16
	Less Gain		51,115.08
	Net Loss		<u>\$ 28,351.08</u>