efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491258000187

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 11-01-2015 , and ending 10-31-2016

Name of foundation
WASHINGTON CHILDREN'S FOUNDATION

A Employer identification number
20-5877229

Number and street (or P O box number if mail is not delivered to street address)
5101 WISCONSIN AVENUE NW NO 200

Room/suite

B Telephone number (see instructions)
(202) 363-0005

City or town, state or province, country, and ZIP or foreign postal code
WASHINGTON, DC 20016

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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 20,615,234

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)	64			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	235	235		
	4	Dividends and interest from securities	364,353	364,353		
	5a	Gross rents				
	b	Net rental income or (loss) ________				
	6a	Net gain or (loss) from sale of assets not on line 10	2,033,175			
	b	Gross sales price for all assets on line 6a 6,139,015				
	7	Capital gain net income (from Part IV, line 2)		2,033,175		
	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)				
	12	**Total.** Add lines 1 through 11	2,397,827	2,397,763		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	81,000	12,150		68,850
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	22,278	22,278		0
	c	Other professional fees (attach schedule)	87,629	70,103		17,526
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	53,677	5,875		33,293
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy	19,800	3,960		15,840
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	8,375	1,675		6,700
	24	**Total operating and administrative expenses.** Add lines 13 through 23	272,759	116,041		142,209
	25	Contributions, gifts, grants paid	1,020,000			1,020,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,292,759	116,041		1,162,209
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	1,105,068			
	b	**Net investment income** (if negative, enter -0-)		2,281,722		
	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	193,100	210,268	210,268
	2	Savings and temporary cash investments	890,299	2,579,889	2,579,889
	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)	786,630	860,647	853,943
	b	Investments—corporate stock (attach schedule)	7,109,917	6,794,018	11,956,791
	c	Investments—corporate bonds (attach schedule)	1,911,830	1,887,713	1,889,676
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	3,486,581	3,075,973	3,124,667
	14	Land, buildings, and equipment basis ▶ 20,126			
		Less accumulated depreciation (attach schedule) ▶ 20,126			
	15	Other assets (describe ▶)			
	16	**Total assets**(to be completed by all filers—see the instructions Also, see page 1, item I)	14,378,357	15,408,508	20,615,234
Liabilities	17	Accounts payable and accrued expenses	495	495	
	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 ▶)	99,505	24,588	
	23	**Total liabilities**(add lines 17 through 22)	100,000	25,083	
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	14,278,357	15,383,425	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances**(see instructions)	14,278,357	15,383,425	
	31	**Total liabilities and net assets/fund balances**(see instructions)	14,378,357	15,408,508	

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	14,278,357
2	Enter amount from Part I, line 27a	2	1,105,068
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	15,383,425
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	15,383,425

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)
1 a	T ROWE PRICE	P		
b	CARDEROCK CAPITAL	P		
c	CAPITAL GAINS DIVIDENDS	P		
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	1,935,543		1,287,633	647,910
b	4,146,339		2,818,207	1,328,132
c	57,133			57,133
d				
e				

	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	
a				647,910
b				1,328,132
c				57,133
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	2,033,175
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	1,178,217	21,453,784	0 054919
2013	1,019,981	20,821,637	0 048987
2012	948,025	19,364,920	0 048956
2011			
2010			

2	**Total** of line 1, column (d)	2	0 152862
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 050954
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	21,029,535
5	Multiply line 4 by line 3	5	1,071,539
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	22,817
7	Add lines 5 and 6	7	1,094,356
8	Enter qualifying distributions from Part XII, line 4	8	1,162,209

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 ▶ ☐ 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	22,817
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	22,817
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	22,817
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	0
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	338
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	23,155
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 2015 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		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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		
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		No
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) ▶ DC			
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?	13	Yes	

Website address ▶HTTP //WWW WCFDC ORG/

14 The books are in care of ▶THE FOUNDATION Telephone no ▶(202) 363-0005

Located at ▶5101 WISCONSIN AVENUE NW NO 200 WASHINGTON DC ZIP +4 ▶20016

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		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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	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? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all**years listed, answer "No" and attach statement—see instructions)	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 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		
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**		
	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	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	**(e)** Expense account, other allowances
See Additional Data Table				

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	**(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 CONTRIBUTED TO CHILDREN'S CHARITIES INGLUDING SAFE SHORES THE DC CHILDREN'S ADVOCACY CENTER, CHILDREN'S HOSPITAL FOUNDATION, ROSEMOUNT CENTER AND BRIGHT BEGINNINGS	1,020,000
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 . . . . ▶	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	20,078,822
b	Average of monthly cash balances	1b	1,270,960
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	21,349,782
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	21,349,782
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	320,247
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	21,029,535
6	**Minimum investment return.** Enter 5% of line 5	6	1,051,477

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	1,051,477
2a	Tax on investment income for 2015 from Part VI, line 5 — 2a: 22,817		
b	Income tax for 2015 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	22,817
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,028,660
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	1,028,660
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	1,028,660

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	1,162,209
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	1,162,209
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	22,817
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,139,392

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				1,028,660
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.				
d From 2013. 1,905				
e From 2014. 128,224				
f Total of lines 3a through e.	130,129			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 1,162,209				
a Applied to 2014, but not more than line 2a			0	
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.				1,028,660
e Remaining amount distributed out of corpus	133,549			
5 Excess distributions carryover applied to 2015	0			0
(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	263,678			
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 2014 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0
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 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	263,678			
10 Analysis of line 9				
a Excess from 2011. . . .				
b Excess from 2012. . . .				
c Excess from 2013. . . . 1,905				
d Excess from 2014. . . . 128,224				
e Excess from 2015. . . . 133,549				

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)

	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 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 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*				
BRIGHT BEGINNINGS 128 M ST NW 150 WASHINGTON, DC 20001		PC	TO AID IN THE DEVELOPMENT AND EDUCATION OF CHILDREN IN THE DC AREA	145,000
CHILDREN'S HOSPITAL 111 MICHIGAN AVE NW WASHINGTON, DC 20010		PC	TO AID IN THE DEVELOPMENT AND EDUCATION OF CHILDREN IN THE DC AREA	400,000
ROSEMOUNT CENTER 2000 ROSEMOUNT AVE NW WASHINGTON, DC 20010		PC	TO AID IN THE DEVELOPMENT AND EDUCATION OF CHILDREN IN THE DC AREA	35,000
SAFE SHORES - THE DC CHILDREN'S ADVOCACY CENTER 429 O STREET NW WASHINGTON, DC 20001		PC	TO AID IN THE DEVELOPMENT AND EDUCATION OF CHILDREN IN THE DC AREA	440,000
Total . . . . ▶ **3a**				1,020,000
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) 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	235	
4 Dividends and interest from securities. . .			14	364,353	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	2,033,175	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		2,397,763	0

13 Total. Add line 12, columns (b), (d), and (e). **13** 2,397,763

(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)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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

****** 2017-09-15 ******

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
R MATTHEW FRANK		2017-09-14		P01277196

Firm's name ▶ FRANK & COMPANY PC — Firm's EIN ▶ 54-1156733

Firm's address ▶ 1360 BEVERLY ROAD SUITE 300 MCLEAN, VA 22101 — Phone no (703) 821-0702

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
MICHAEL RYAN 5101 WISCONSIN AVENUE NW STE 200 WASHINGTON, DC 20016	EXECUTIVE DIRECTOR 40 00	81,000	0	0
CHARLES WILKES 5101 WISCONSIN AVENUE NW STE 200 WASHINGTON, DC 20016	PRESIDENT 5 00	0	0	0
JAMES MERSEREAU 5101 WISCONSIN AVENUE NW STE 200 WASHINGTON, DC 20016	TREASURER 5 00	0	0	0
WALTER PRYOR 5101 WISCONSIN AVENUE NW STE 200 WASHINGTON, DC 20016	SECRETARY 5 00	0	0	0
KAREN HARDWICK 5101 WISCONSIN AVENUE NW STE 200 WASHINGTON, DC 20016	MEMBER 5 00	0	0	0

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491258000187

TY 2015 Accounting Fees Schedule

Name: WASHINGTON CHILDREN'S FOUNDATION

EIN: 20-5877229

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	22,278	22,278		0

TY 2015 Investments Corporate Bonds Schedule

Name: WASHINGTON CHILDREN'S FOUNDATION

EIN: 20-5877229

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ABBVIE INC 1.750% 11/06/17	250,739	250,893
AMER EXPRESS CR MTN 2.375% 3/24/17	257,415	251,360
MORGAN STANLEY MTN 5.550% 4/27/17	255,430	255,428
TORONTO-DOMINION BANK MTN 1.125% 5/2/17	200,314	199,996
HSBC FIN CORP MTN 5.750% 11/15/17	100,000	103,656
ILLINOIS TOOL WORKS 6.250% 4/01/19	110,272	111,316
JPMORGAN CHASE 4.250% 10/15/20	53,174	53,995
MCGRAW-HILL COS INC 5.900% 11/15/17	0	0
NBCUNIVERSAL MEDIA 5.150% 4/30/20	218,427	222,726
THERMO FISHER 3.600% 8/15/21	51,742	52,937
TORONTO DOM MTN V-Q 1.294% 9/09/16	0	0
US BANCORP MTN 2.200% 4/25/19	125,448	127,419
MICROSOFT CORP 4.200% 6/1/2019	135,359	134,366
VERIZON COMM INC 2.500% 9/15/16	0	0
WELLS FARGO CO MTN 2.100% 5/08/17	129,393	125,584

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491258000187

TY 2015 Investments Corporate Stock Schedule

Name: WASHINGTON CHILDREN'S FOUNDATION

EIN: 20-5877229

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ACCENTURE PLC CL A	35,220	116,240
ABBOTT LABS INC	0	0
ALPHABET INC CL A	107,989	161,980
AMETEK INC NEW	34,814	80,483
AMGEN INC	102,638	119,986
AMPHENOL CORP	40,711	115,378
ANSYS INC	82,299	91,350
AON PLC	44,502	49,874
APPLE COMPUTER	45,555	113,540
AUTOMATIC DATA PROCESSING INC	110,124	130,590
BECTON DICKINSON & CO	37,544	41,978
BLACKROCK INC CLASS A	55,960	51,186
CANADIAN NATIONAL RAILWAY CO	32,568	84,875
CELGENE CORP	29,145	97,071
CERNER CORP	115,336	102,515
CHECK POINT SOFTWARE TECH LT ORD	72,758	126,840
CHEVRON CORPORATION	0	0
CHURCH & DWIGHT INC	50,481	144,780
CIMAREX ENERGY CO	7,033	64,565
CITRIX SYS INC	17,592	33,920
COGNIZANT TECHNOLOGY SOLUTIONS CORP	21,064	64,188
COMCAST CORP-CL A	103,509	154,550
COSTCO WHSL CORP NEW	123,527	110,903
CR BARD INC	84,221	119,174
CUMMINS INC	0	0
CVS HEALTH CORP	42,911	35,743
DANAHER CORP	66,743	137,463
DAVITA INC	0	0
DOMINION RES INC VA	22,800	90,240
DONALDSON INC	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DR PEPPER SNAPPLE GROUP INC	60,749	105,348
ECOLAB INC	91,805	188,381
FISERV INC COM	27,529	98,480
FORTIVE CORP	21,735	44,669
GILEAD SCIENCES INC COM	0	0
HENRY SCHEIN INC	18,805	82,060
HOME DEPOT INC	113,301	152,513
HONEYWELL INTERNATIONAL INC	86,610	82,260
IDEXX LABS INC	20,728	74,998
ILLINOIS TOOL WORKS	110,298	141,963
INTUIT	51,608	97,866
JOHNSON & JOHNSON	65,930	92,792
KNIGHT TRANSPORTATION INC	8,609	21,938
LABORATORY CORP AMERICA HLDGS	111,727	100,272
MASTERCARD INC-A	52,045	160,530
MCCORMICK & CO INC-NON VTG SHRS	72,776	143,805
METTLER-TOLEDO INTL INC COM	50,322	60,612
NIKE INC CLASS B	147,666	112,905
NOBLE ENERGY INC	5,053	34,470
NOVO NORDISK AS SPONS ADR	39,822	64,861
O REILLY AUTOMOTIVE INC	5,020	105,776
PPG INDS INC	130,803	116,413
PRAXAIR INC	0	0
ROPER TECHNOLOGIES INC	46,827	129,983
RPM INTERNATIONAL INC	75,462	87,949
SCHLUMBERGER LTD	53,801	48,894
SIGMA ALDRICH CORP	0	0
SNAP ON INC	124,871	115,575
STARBUCKS CORP	116,282	159,210
STERICYCLE INC	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
T ROWE PRICE GROUP INC	109,442	96,015
THERMO FISHER SCIENTIFIC INC	92,567	110,273
TORO CO	98,052	119,700
TRIMBLE NAV LTD	5,124	17,275
UNITED TECHNOLOGIES CORP	0	0
W W GRAINGER INC	0	0
WALGREENS BOOTS ALLIANCE INC	765	41,365
WELLS FARGO & CO NEW	0	0
WPP PLC SPONSORED AMERICAN DEPOSITORY RECEIPT	92,953	89,476
INTERCONTINENTAL HOTELS SPONS ADR	0	0
NOVARTIS AG SPONSORED ADR	0	0
3M CO	58,153	115,710
ACCENTURE PLC CL A	48,951	127,864
ALPHABET INC CL C	178,195	353,043
AMAZON COM INC	41,969	394,910
AMERICAN TOWER CORP REIT	61,343	210,942
AMGEN INC	34,467	91,754
ANTHEM INC	96,881	73,116
AON PLC	44,143	99,747
APPLE COMPUTER	30,962	198,695
ATMOS ENERGY CORP	63,760	81,829
AUTOMATIC DATA PROCESSING INC	29,253	78,354
AVALONBAY COMMUNITIES	69,155	68,472
BIOGEN INC	84,002	70,045
BRISTOL MYERS SQUIBB CO	75,866	61,092
CHEVRON CORPORATION	23,605	41,900
COCA COLA CO	0	0
COLGATE-PALMOLIVE	51,562	114,176
COSTCO WHSL CORP NEW	69,769	88,722
CVS HEALTH CORP	55,719	92,510

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DANAHER CORP	23,694	157,100
ECOLAB INC	60,249	91,336
EQT CORPORATION	0	0
EXXON MOBIL CORPORATION	3,997	83,320
FORTIVE CORP	9,645	63,813
GENERAL MILLS	54,606	86,772
GILEAD SCIENCES INC COM	32,448	103,082
HOME DEPOT INC	75,216	134,211
JOHNSON & JOHNSON	3,487	139,188
JP MORGAN CHASE & CO	82,862	138,520
MARRIOTT INTERNATIONAL INC	38,752	103,050
MASTERCARD INC-A	49,237	192,636
MCCORMICK & CO INC-NON VTG SHRS	74,436	86,283
MEDTRONIC PLC	74,376	82,020
MERCK & CO INC	37,608	88,080
MICROSOFT CORP	14,102	149,800
MONSANTO CO NEW	55,454	70,539
NEXTERA ENERGY	73,834	76,800
NISOURCE INC	53,509	81,410
NORTHERN TRUST	51,647	79,662
OMNICOM GROUP, INC.	22,028	71,838
PEPSICO INC	6,996	128,640
PRAXAIR INC	64,655	93,648
PRICELINE GROUP INC	58,076	147,423
PROCTER & GAMBLE COMPANY	27,805	69,440
PUBLIC STORAGE	66,636	64,116
QUALCOMM INC	46,226	41,232
ROCHE HLDG LTD SPONS ADR	50,821	60,218
ROCKWELL COLLINS	71,413	67,456
ROSS STORES INC COM	74,022	87,556

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SPECTRA ENERGY CORP WI	85,775	125,430
STARBUCKS CORP	53,362	106,140
STATE STREET CORP	84,420	77,231
STRYKER CORP COM	32,515	80,745
UNION PAC CORP	66,237	123,452
UNITED PARCEL SERVICE INC	62,913	96,984
UNITED TECHNOLOGIES CORP	66,329	91,980
UNITEDHEALTH GROUP INC	60,223	155,463
VISA INC	75,897	115,514
WALT DISNEY COMPANY	32,425	83,421
WELLS FARGO & CO NEW	82,858	119,626
WHOLE FOODS MKT INC COM	0	0
XILINX INC	19,341	40,696

TY 2015 Investments Government Obligations Schedule

Name:	WASHINGTON CHILDREN'S FOUNDATION
EIN:	20-5877229
US Government Securities - End of Year Book Value:	330,027
US Government Securities - End of Year Fair Market Value:	328,715
State & Local Government Securities - End of Year Book Value:	530,620
State & Local Government Securities - End of Year Fair Market Value:	525,228

TY 2015 Investments - Other Schedule

Name: WASHINGTON CHILDREN'S FOUNDATION

EIN: 20-5877229

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
VANGUARD INTER US TREASURY #35	AT COST	133,275	132,671
T ROWE PR MID CAP GROW-I	AT COST	234,068	223,436
T ROWE PR MID-CAP VALUE-I	AT COST	210,808	219,621
T ROWE PR NEW HORIZONS-I	AT COST	97,894	95,252
T ROWE PR SMALL CAP VAL-I	AT COST	95,363	91,156
T ROWE PRICE SPECTRUM INTL	AT COST	341,725	370,417
T ROWE PR NEW INCOME-I	AT COST	1,681,725	1,716,759
T ROWE PR SHRT-TRM BND	AT COST	281,115	275,355

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491258000187

TY 2015 Other Expenses Schedule

Name: WASHINGTON CHILDREN'S FOUNDATION

EIN: 20-5877229

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER EXPENSES	8,375	1,675		6,700

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491258000187

TY 2015 Other Liabilities Schedule

Name: WASHINGTON CHILDREN'S FOUNDATION

EIN: 20-5877229

Description	Beginning of Year - Book Value	End of Year - Book Value
PAYROLL LIABILITY	99,505	24,588

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491258000187

TY 2015 Other Professional Fees Schedule

Name: WASHINGTON CHILDREN'S FOUNDATION

EIN: 20-5877229

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADVISORY FEES	87,629	70,103		17,526

TY 2015 Taxes Schedule

Name: WASHINGTON CHILDREN'S FOUNDATION

EIN: 20-5877229

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	39,168	5,875		33,293
FOREIGN INVESTMENT TAXES	2,906	0		0
EXCISE TAXES	11,603	0		0