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For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016

Name of foundation BIRDSONG CHARITABLE FOUNDATION		A Employer identification number 54-1607210	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 1400		Room/suite	B Telephone number (see instructions) (757) 539-3456
City or town, state or province, country, and ZIP or foreign postal code SUFFOLK, VA 23439		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) \$ 10,759,503	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)	750,000			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	14,162	14,162	14,162	
	4 Dividends and interest from securities	180,532	180,532	180,532	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 	-160,309			
	b Gross sales price for all assets on line 6a _____ 3,420,451				
	7 Capital gain net income (from Part IV, line 2)		29,058		
	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) 	1,449		1,449	
	12 Total. Add lines 1 through 11	785,834	223,752	196,143	
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) 	89,709			
	17 Interest				
	18 Taxes (attach schedule) (see instructions) 	1,605			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) 	15			
	24 Total operating and administrative expenses. Add lines 13 through 23	91,329	0	0	
	25 Contributions, gifts, grants paid	1,541,650			1,541,650
	26 Total expenses and disbursements. Add lines 24 and 25	1,632,979	0		1,541,650
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-847,145			
	b Net investment income (if negative, enter -0-)		223,752		
	c Adjusted net income (if negative, enter -0-)			196,143	

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 (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing		-2	
	2	Savings and temporary cash investments	182,293	175,385	175,385
	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)	10,989,252	10,149,017	10,584,118
	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)	11,171,545	10,324,400	10,759,503	
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 ▶ ☐ 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	11,171,545	10,324,400	
30	Total net assets or fund balances (see instructions)	11,171,545	10,324,400		
31	Total liabilities and net assets/fund balances (see instructions) .	11,171,545	10,324,400		

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	11,171,545
2	Enter amount from Part I, line 27a	2	-847,145
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	10,324,400
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	10,324,400

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			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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			
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	29,058
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))
2015	2,874,291	11,284,256	0 254717
2014	618,325	12,652,277	0 048871
2013	1,117,450	7,265,518	0 153802
2012	1,417,181	4,028,944	0 351750
2011	732,825	3,495,637	0 209640
2 Total of line 1, column (d)			2 1 018780
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 203756
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 10,025,756
5 Multiply line 4 by line 3			5 2,042,808
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,238
7 Add lines 5 and 6			7 2,045,046
8 Enter qualifying distributions from Part XII, line 4			8 1,541,650

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	4,475
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	4,475
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	4,475
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	4,000
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	4,000
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	475
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 2017 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)? <i>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</i>	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 ▶ \$ _____ (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? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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? <i>If "No," attach explanation</i> .	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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	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 ► ORGANIZATION Telephone no ► (757) 539-3456			

Located at **►** 612 MADISON AVE SUFFOLK VA ZIP+4 **►** 23434

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year ► 15		
16	At any time during calendar year 2016, 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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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			
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 2016? ☐ 1c			
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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ 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 2016 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 2016). ☐ 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 2016?	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)? ☐ Yes ☒ No Organizations relying on a current notice regarding disaster assistance check here. ☐ Yes ☒ No 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)	5b		
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? ☐ Yes ☒ No If "Yes" to 6b, file Form 8870	6b		No
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? ☐ Yes ☒ No	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	Expense account, (e) other allowances
GEORGE Y BIRDSONG 612 MADISON AVE SUFFOLK, VA 23434	DIRECTOR/TRE 000 00	0	0	0
THOMAS H BIRDSONG 612 MADISON AVE SUFFOLK, VA 23434	DIRECTOR 000 00	0	0	0
STEPHEN L HUBER 612 MADISON AVE SUFFOLK, VA 23434	DIRECTOR/SEC 000 00	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	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) 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	
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	10,012,435
b	Average of monthly cash balances.	1b	165,997
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	10,178,432
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	10,178,432
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	152,676
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	10,025,756
6	Minimum investment return. Enter 5% of line 5.	6	501,288

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	501,288
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	4,475
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,475
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	496,813
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	496,813
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	496,813

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	1,541,650
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	1,541,650
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,541,650

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				496,813
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011.	560,152			
b From 2012.	1,217,722			
c From 2013.	758,645			
d From 2014.	5,048			
e From 2015.	2,317,946			
f Total of lines 3a through e.	4,859,513			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 1,541,650				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2016 distributable amount.				496,813
e Remaining amount distributed out of corpus	1,044,837			
5 Excess distributions carryover applied to 2016 (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	5,904,350			
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 2015 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 2017				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).				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).	560,152			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	5,344,198			
10 Analysis of line 9				
a Excess from 2012.	1,217,722			
b Excess from 2013.	758,645			
c Excess from 2014.	5,048			
d Excess from 2015.	2,317,946			
e Excess from 2016.	1,044,837			

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 2016, 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) 2016	(b) 2015	(c) 2014	(d) 2013	
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))
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 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 <i>Paid during the year</i> See Additional Data Table				
Total			3a	1,541,650
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

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	14,162		
4 Dividends and interest from securities.			14	180,532		
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			14	29,058		-189,367
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue						
a <u>REFUND OF FEDERAL TAXES</u>						1,449
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e).				223,752		-187,918
13 Total. Add line 12, columns (b), (d), and (e).						35,834

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

Part XVII

- | | 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]

- 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

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

Print/Type preparer's name J WAYNE SCOTT	Preparer's Signature	Date 2017-05-11	Check if self-employed ☐	PTIN P00349615
Firm's name ▶ ROBB SCOTT BRADSHAW & RAWLS PC				Firm's EIN ▶ 46-1550694
Firm's address ▶ 1426 HOLLAND RD SUFFOLK, VA 23434				Phone no (757) 539-3446

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 Paid during the year				
ACCESS CAPITAL CAMPAIGN 7300 NEWPORT AVE NORFOLK, VA 23505		EXEMPT ORG	EDUCATION	50,000
AMERICAN CANCER SOCIETY RELAY FOR LIFE 4416 EXPRESSWAY DRIVE VA BEACH, VA 23451		EXEMPT ORG	HEALTH	2,000
AMERICAN DIABETES ASSOCIATION TOUR DE CURE - CORPORATE TEAM 870 GREENBRIER CIRCLE STE 404 CHESAPEAKE, VA 23320		EXEMPT ORG	HEALTH	2,500
AMERICAN RED CROSS SUFFOLK CHAPTER PO BOX 129 SUFFOLK, VA 234390129		EXEMPT ORG	HEALTH	2,000
ANIMAL WELFARE LEAGUE NORTHERN NECK 75 S MAIN ST KILMARNOCK, VA 22482		EXEMPT ORG	ANIMAL SPAY/NEUTER/ADOPT/FOSTER	2,500
BIRDSONG TRUST FUND PO BOX 1876 SUFFOLK, VA 234391876		EXEMPT ORG	PRIVATE FOUNDATION	100,000
BLACKSTONE CONFERENCE & RETREAT CTR 707 FOURTH ST BLACKSTONE, VA 23824		EXEMPT ORG	RELIGIOUS	15,000
BOY SCOUTS OF AMERICA COLONIAL VA COUNCIL - CAMP PO BOX 12144 NEWPORT NEWS, VA 23612		EXEMPT ORG	RECREATION	25,000
BOY SCOUTS OF AMERICA COLONIAL VA COUNCIL 1248 HOLLAND ROAD SUFFOLK, VA 23434		EXEMPT ORG	RECREATION	1,500
BROWNFIELD UNITED FUND PO BOX 788 BROWNFIELD, TX 79316		EXEMPT ORG	PHILANTHROPY/VOLUNTARISM	2,500
BROWNFIELD VOLUNTEER FIRE DEPT 104 S THIRD ST BROWNFIELD, TX 79316		EXEMPT ORG	PUBLIC SAFETY	1,000
BUSINESS CONSORTIUM FOR ARTS SUPPOR ONE COMMERCIAL PLACE STE 1410 NORFOLK, VA 235102113		EXEMPT ORG	ARTS	12,500
CHKD BIRDSONG ENDOWMENT FUND 601 CHILDRENS LANE NORFOLK, VA 23507		EXEMPT ORG	HEALTH	5,000
CHKD ANNUAL CAMPAIGN 601 CHILDRENS LANE NORFOLK, VA 23507		EXEMPT ORG	HEALTH	1,000
CHRYSLER MUSEUM 245 W OLNEY ROAD NORFOLK, VA 23510		EXEMPT ORG	ARTS	50,000
Total ►				1,541,650
3a				

Form 990FP 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 Paid during the year				
CHRYSLER MUSEUM BUSINESS EXHIBITIOIN COUNCIL 245 W OLNEY RD NORFOLK, VA 23510		EXEMPT ORG	ARTS	5,000
CIVIC LEADERSHIP INSTITUTE 4211 MONARCH WAY STE 116 NORFOLK, VA 23508		EXEMPT ORG	EDUCATION	2,000
COLQUITTMILLER ARTS COUNCIL PO BOX 567 COLQUITT, GA 39837		EXEMPT ORG	ARTS	50,000
COLQUITTMILLER ARTS COUNCIL CAPITAL PROJECT/RENOVATION PO BOX 567 COLQUITT, GA 39837		EXEMPT ORG	ARTS	10,000
COLQUITTMILLER ARTS COUNCIL EARLY SCHOOL/AFTER SCHOOL PROGRAMS PO BOX 567 COLQUITT, GA 39837		EXEMPT ORG	ARTS	25,000
COMMUNITIES IN SCHOOLS HAMPTON ROADS PO BOX 1668 NORFOLK, VA 23501		EXEMPT ORG	EDUCATION	5,000
COVER 3 FOUNDATION 125 SOUTH COLLEGE DR FRANKLIN, VA 23851		EXEMPT ORG	NUTRITIONAL ASSISTANCE	1,000
CROSS TIMBERS FINE ARTS COUNCIL CAPITAL CAMPAIGN PO BOX 1172 STEPHENVILLE, TX 76401		EXEMPT ORG	ARTS	20,000
DELEON ELEMENTARY SCHOOL SPECIAL PROJECT - BENCHES 425 SOUTH TEXAS STREET DE LEON, TX 76444		EXEMPT ORG	EDUCATION	1,500
EASTERN VIRGINIA MEDICAL SCHOOL 20 TWENTY CAPITAL CAMPAIGN PO BOX 1980 NORFOLK, VA 235011980		EXEMPT ORG	HEALTH	25,000
EASTERN VIRGINIA MEDICAL SCHOOL ANNUAL FUND PO BOX 1980 NORFOLK, VA 235011980		EXEMPT ORG	HEALTH	2,500
EDMARC HOSPICE FOR CHILDREN PO BOX 2105 CHESAPEAKE, VA 233272105		EXEMPT ORG	HEALTH	1,000
ELIZABETH RIVER PROJECT PARADISE CREEK NATURE PARK 475 WATER ST STE 103A PORTSMOUTH, VA 23704		EXEMPT ORG	LAND PRESERVATION	5,000
FIRST UNITED METHODIST CHURCH OPERATING 422 W WASHINGTON ST STEPHENVILLE, TX 76401		EXEMPT ORG	RELIGIOUS	20,000
FOOD BANK OF SOUTHEASTERN VIRGINIA PO BOX 1940 NORFOLK, VA 23501		EXEMPT ORG	NUTRITIONAL ASSISTANCE	5,000
Total ►				1,541,650
3a				

Form 990FP 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 Paid during the year				
FOUNDATION FOR AGRICULTURE IN THE CLASSROOM PO BOX 27552 RICHMOND, VA 23261		EXEMPT ORG	EDUCATION	1,000
FOUNDATION FOR HISTORIC CHRIST CHUR PO BOX 24 IRVINGTON, VA 22480		EXEMPT ORG	RELIGIOUS	1,000
FOUNDATION FOR ORPHANS 5424 MACDUFF CIRCLE VIRGINIA BEACH, VA 23464		EXEMPT ORG	SOCIAL & WELFARE ASSISTANCE	10,000
FRANKLIN UNITED WAY PO BOX 366 FRANKLIN, VA 23851		EXEMPT ORG	SOCIAL & WELFARE ASSISTANCE	2,500
FRANKLIN YMCA OPERATING 300 CRESCENT DR FRANKLIN, VA 23851		EXEMPT ORG	RECREATION	2,000
GIRL SCOUTS OF COLONIAL COAST 206 SUMMERFIELD CT SUFFOLK, VA 23434		EXEMPT ORG	RECREATION	1,500
GORMAN SCHOOL PTO PO BOX 8 GORMAN, TX 76454		EXEMPT ORG	EDUCATION	250
GORMAN VOLUNTEER FIRE DEPT PO BOX 476 GORMAN, TX 76454		EXEMPT ORG	PUBLIC SAFETY	3,000
GORMAN YOUTH SPORTS COUNCIL PO BOX 722 GORMAN, TX 76454		EXEMPT ORG	RECREATION	500
GOVERNORS SCHOOL FOR THE ARTS 254 GRANBY ST NORFOLK, VA 23510		EXEMPT ORG	ARTS	1,000
GREATER CHUCKATUCK HISTORICAL FOUND PO BOX 2384 SUFFOLK, VA 23432		EXEMPT ORG	HISTORICAL PRESERVATION	500
HAMPTON ROADS ECON DEVL P ALLIANCE OUR REGION OUR TIME 500 MAIN STREET STE 1300 NORFOLK, VA 23510		EXEMPT ORG	BUSINESS EXPANSION & RELOCATION	4,000
HARRIS METHODIST HOSPITAL PO BOX 1399 STEPHENVILLE, TX 76401		EXEMPT ORG	HEALTH	1,000
HIGH STREET UNITED METH CHURCH 301 W FIRST AVE FRANKLIN, VA 23851		EXEMPT ORG	RELIGIOUS	2,500
HOFFLER CREEK WILDLIFE FOUNDATION 4510 TWIN PINES RD PORTSMOUTH, VA 23703		EXEMPT ORG	ENVIRONMENTAL PRESERVATION	1,000
Total ►				1,541,650
3a				

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 Paid during the year				
HOPE INC PO BOX 1243 STEPHENVILLE, TX 76401		EXEMPT ORG	SOCIAL & WELFARE SERVICES	500
JUVENILE DIABETES RESEARCH FOUND 5712 CLEVELAND ST VA BEACH, VA 23462		EXEMPT ORG	HEALTH	2,500
KILMARNNOCK UNITED METHODIST PO BOX 2095 KILMARNOCK, VA 22482		EXEMPT ORG	RELIGIOUS	15,000
KING'S KIDS OF AMERICA INC PO BOX 3163 SUFFOLK, VA 234393163		EXEMPT ORG	CHILD CARE RESOURCES	500
LD BRITT MD SCHOLARSHIP FUND EVMS FOUNDATION 825 FAIRFAX AVE STE 610 NORFOLK, VA 23507		EXEMPT ORG	EDUCATION	1,000
LANCASTER COMMUNITY LIBRARY PO BOX 850 KILMARNOCK, VA 22482		EXEMPT ORG	EDUCATION	25,000
MAIN STREET METHODIST CHURCH 202 N MAIN ST SUFFOLK, VA 23434		EXEMPT ORG	RELIGIOUS	100,000
MANA NUTRITIVE AID PRODUCTS 130 LIBRARY LANE STE 300 MATTHEWS, NC 28105		EXEMPT ORG	HEALTH	20,000
MARCH OF DIMES 200 COMMERCE ST SMITHFIELD, VA 23430		EXEMPT ORG	HEALTH	1,000
MEADOWS VOLUNTEER FIRE DEPT 906 FIRST-SONNY CURTIS ST MEADOW, TX 79345		EXEMPT ORG	PUBLIC SAFETY	1,000
MEMPHIS FIRE DEPARTMENT 721 ROBERTSON MEMPHIS, TX 79245		EXEMPT ORG	PUBLIC SAFETY	1,000
NANSEMOND RIVER PRESERVATION ALLIANCE PO BOX 6151 SUFFOLK, VA 23433		EXEMPT ORG	ENVIRONMENTAL PRESERVATION	2,500
NANSEMOND SUFFOLK RESCUE SQUAD SUFFOLK PO BOX 1515 SUFFOLK, VA 23439		EXEMPT ORG	PUBLIC SAFETY	5,000
NANSEMOND SUFFOLK RESCUE SQUAD CHUCKATUCK PO BOX 1515 SUFFOLK, VA 234391515		EXEMPT ORG	PUBLIC SAFETY	1,000
NATIONAL INSTITUTE FOR LEARNING DEV 101 SEEKEL ST NORFOLK, VA 235054415		EXEMPT ORG	EDUCATION	5,000
Total ►				1,541,650
3a				

Form 990FP 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 Paid during the year				
NATURE CONSERVANCY 4245 FAIRFAX DR ARLINGTON, VA 22203		EXEMPT ORG	ENVIRONMENTAL PRESERVATION	5,000
NORTHERN NECK YMCA 39 WILLIAM B GRAHAM CT KILMARNOCK, VA 22482		EXEMPT ORG	RECREATION	50,000
NSA POP WARNER FOOTBALL INC PO BOX 1400 SUFFOLK, VA 23439		EXEMPT ORG	RECREATION	5,000
OPERATION SMILE BUILDING PROJECT 3641 FACULTY BLVD VA BEACH, VA 23453		EXEMPT ORG	HEALTH	10,000
OXFORD UNITED METHODIST CHURCH 601 W WASHINGTON ST SUFFOLK, VA 23434		EXEMPT ORG	RELIGIOUS	2,000
PAUL D CAMP COMMUNITY COLLEGE OPERATIONS 271 KENYON RD SUFFOLK, VA 23434		EXEMPT ORG	EDUCATION	5,000
PEANUT PROUD PO BOX 650 BLAKELY, GA 39823		EXEMPT ORG	EMERGENCY RELIEF	30,000
PEARSALL FIRE DEPARTMENT 217 S OAK PEARSALL, TX 78061		EXEMPT ORG	PUBLIC SAFETY	1,000
PHYSICIANS FOR PEACE 229 W BUTE ST STE 200 NORFOLK, VA 23510		EXEMPT ORG	HEALTH	2,500
PRESBYTERIAN HOMES & FAMILY SERVICE 150 LINDEN AVE LYNCHBURG, VA 24503		EXEMPT ORG	ELDERLY HOUSING & SERVICES	1,000
RANDOLPH MACON COLLEGE SCIENCE BUILDING PO BOX 5005 ASHLAND, VA 230055005		EXEMPT ORG	EDUCATION	100,000
RIDDICK'S FOLLY INC PO BOX 1722 SUFFOLK, VA 234391722		EXEMPT ORG	HISTORICAL PRESERVATION	1,000
RURAL VIRGINIA HORSESHOE INITIATIVE 300 ARBORETUM PLACE STE 200 RICHMOND, VA 23236		EXEMPT ORG	EDUCATION	5,000
SAMUEL L SLOVER LIBRARY BATTEN CHALLENGE 500 E MAIN ST STE 1500 NORFOLK, VA 23510		EXEMPT ORG	EDUCATION	5,000
SAMUEL L SLOVER LIBRARY GUILD 500 E MAIN ST STE 1500 NORFOLK, VA 23510		EXEMPT ORG	EDUCATION	1,000
Total ►				1,541,650
3a				

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 Paid during the year				
SEMINOLE VOLUNTEER FIRE DEPT 302 S MAIN ST SEMINOLE, TX 79360		EXEMPT ORG	PUBLIC SAFETY	1,000
SMITHFIELD VOLUNTEER FIRE DEPT 310 INSTITUTE ST SMITHFIELD, VA 23430		EXEMPT ORG	PUBLIC SAFETY	500
SOUTHAMPTON ACADEMY 26495 OLD PLANK RD COURTLAND, VA 23837		EXEMPT ORG	EDUCATION	2,000
SOUTHEASTERN 4H EDUCATIONAL CENTER 15189 AIRFIELD RD WAKEFIELD, VA 23888		EXEMPT ORG	EDUCATION	1,000
SOUTHWEST GEORGIA ACADEMY 14105 SR 200 DAMASCUS, GA 39841		EXEMPT ORG	EDUCATION	25,000
STAR COUNCIL ON SUBSTANCE ABUSE PO BOX 976 STEPHENVILLE, TX 76401		EXEMPT ORG	SUBSTANCE ABUSE PREVENTION	8,000
SUFFOLK ART LEAGUE PO BOX 1086 SUFFOLK, VA 234391086		EXEMPT ORG	ARTS	200
SUFFOLK CENTER FOR CULTURAL ARTS BIRDSONG SPECIAL FUND PO BOX 147 SUFFOLK, VA 234390147		EXEMPT ORG	ARTS	100,000
SUFFOLK CRIME LINE PO BOX 75 SUFFOLK, VA 234390075		EXEMPT ORG	PUBLIC SAFETY	1,000
SUFFOLK CTR CULTUR ARTS KEYSTONE SOCIETY PO BOX 147 SUFFOLK, VA 234390147		EXEMPT ORG	CUTURAL ARTS	10,000
SUFFOLK EDUCATION FOUNDATION PO BOX 394 SUFFOLK, VA 234390394		EXEMPT ORG	EDUCATION	1,000
SUFFOLK FOUNDATION OPERATIONS 106 FINNEY AVE SUFFOLK, VA 23434		EXEMPT ORG	EDUCATION	10,000
SUFFOLK FOUNDATION NEXT STEP OPERATING ENDOWMENT 106 FINNEY AVE SUFFOLK, VA 23434		EXEMPT ORG	EDUCATION	25,000
SUFFOLK LITERACY COUNCIL 157 N MAIN ST 2ND FLOOR SUFFOLK, VA 23434		EXEMPT ORG	EDUCATION	1,000
SUFFOLK MEALS ON WHEELS 2800 GODWIN BLVD SUFFOLK, VA 23434		EXEMPT ORG	NUTRITION ASSISTANCE	1,000
Total ►				1,541,650
3a				

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 Paid during the year				
SUFFOLK NANSEMOND HISTORICAL SOC CAPITAL 137 BANK ST SUFFOLK, VA 23434		EXEMPT ORG	HISTORICAL PRESERVATION	1,000
SUFFOLK PARTNERSHIP FOR A HEALTHY COMMUNITY 1707 N MAIN ST SUFFOLK, VA 23434		EXEMPT ORG	HEALTH	10,000
SUFFOLK ROTARY CHARITABLE FOUND FIRST CITIZEN 329 W CONSTANCE RD SUFFOLK, VA 23434		EXEMPT ORG	SOCIAL & WELFARE ASSISTANCE	3,000
SUFFOLK SALVATION ARMY OPERATIONS 400 BANK ST SUFFOLK, VA 23434		EXEMPT ORG	SOCIAL & WELFARE ASSISTANCE	2,500
SUFFOLK SISTER CITIES INTL PO BOX 796 SUFFOLK, VA 234390796		EXEMPT ORG	INTEGRATING WORLD CULTURES	1,000
SUFFOLK YMCA 2769 GODWIN BLVD SUFFOLK, VA 23434		EXEMPT ORG	RECREATION	2,000
SUFFOLK YMCA PARKING 2769 GODWIN BLVD SUFFOLK, VA 23434		EXEMPT ORG	RECREATION	50,000
SUFFOLK YMCA WE BUILD PEOPLE 2769 GODWIN BLVD SUFFOLK, VA 23434		EXEMPT ORG	RECREATION	1,000
SUFFOLK YOUTH ATHLETIC ASSOCIATION PO BOX 3081 SUFFOLK, VA 234393081		EXEMPT ORG	RECREATION	10,000
SURF 225 CLEARFIELD AVENUE VIRGINIA BEACH, VA 234621815		EXEMPT ORG	RECREATION	1,000
TARLETON ST UNIVERSITY BIRDSONG HYDROLOGY SCHOLARSHIP FD BOX T-0260 STEPHENVILLE, TX 76402		EXEMPT ORG	EDUCATION	20,000
THE CHILDREN'S CENTER 300 EXECUTIVE COURT SUFFOLK, VA 23434		EXEMPT ORG	CHILD HEALTH/DEVELOPMENT/CARE	1,000
THE MENOKIN FOUNDATION PO BOX 1221 WARSAW, VA 22572		EXEMPT ORG	EDUCATION	100,000
THE VIRGINIA COLLEGE FUND 4900 AUGUSTA AVE STE 101 RICHMOND, VA 23230		EXEMPT ORG	EDUCATION	500
UNION PRESBYTERIAN SEMINARY 3401 BROOK RD RICHMOND, VA 23227		EXEMPT ORG	RELIGIOUS	1,000
Total ►				1,541,650
3a				

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 Paid during the year				
UNITED METHODIST COMMITTEE ON RELIEF 202 N MAIN ST SUFFOLK, VA 23434		EXEMPT ORG	RELIGIOUS	5,000
UNITED METHODIST FOUNDATION BIRDSONG EVANGELISM FUND PO BOX 1719 GLEN ALLEN, VA 230601719		EXEMPT ORG	RELIGIOUS	2,000
UNITED NEGRO COLLEGE FUND PO BOX 2442 NORFOLK, VA 235012442		EXEMPT ORG	EDUCATION	500
UNIVERSITY OF VIRGINIA DARDEN SCHOOL OF BUSINESS PO BOX 7726 CHARLOTTESVILLE, VA 229066550		EXEMPT ORG	EDUCATION	500
UNIVERSITY OF VIRGINIA CHARLOTTE BIRDSONG NURSING ENDOWMENT PO BOX 800773 CHARLOTTESVILLE, VA 229080773		EXEMPT ORG	HEALTH	10,000
VA FOUNDATION FOR IND COLLEGES UNRESTRICTED 8010 RIDGE RD STE B RICHMOND, VA 23229		EXEMPT ORG	EDUCATION	1,500
VA FOUNDATION FOR IND COLLEGES SPECIAL GIFT 8010 RIDGE RD STE B RICHMOND, VA 23229		EXEMPT ORG	EDUCATION	25,000
VIRGINIA ATHLETICS FOUNDATION PO BOX 400833 CHARLOTTESVILLE, VA 22904		EXEMPT ORG	RECREATION	1,000
VIRGINIA COUNCIL ON ECONOMIC EDUCATION 1015 FLOYD AVE RICHMOND, VA 232844000		EXEMPT ORG	EDUCATION	250
VIRGINIA FFA FOUNDATION INC PO BOX 472 BRIDGEWATER, VA 22812		EXEMPT ORG	EDUCATION	250
VIRGINIA FOUNDATION FOR IND COLLEGE UNRESTRICTED 8010 RIDGE RD STE B RICHMOND, VA 23229		EXEMPT ORG	EDUCATION	12,000
VIRGINIA OPERA ASSOCIATION PO BOX 687 NORFOLK, VA 235019797		EXEMPT ORG	ARTS	2,500
VIRGINIA STEAM ACADEMY PO BOX 324 SUFFOLK, VA 23439		EXEMPT ORG	EDUCATION	15,000
VIRGINIA SYMPHONY 150 BOUSH ST STE 201 NORFOLK, VA 23510		EXEMPT ORG	ARTS	5,000
VIRGINIA WESLEYAN COLLEGE ANNUAL FUND FOR ACADEMIC EXCELLENCE 1584 WESLEYAN DRIVE NORFOLK, VA 23502		EXEMPT ORG	EDUCATION	15,000
Total ►				1,541,650
3a				

Form 990FP 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 Paid during the year				
VIRGINIA WESLEYAN COLLEGE BIRDSONG COMMUNITY SERVICE ENDOWMENT 1584 WESLEYAN DRIVE NORFOLK, VA 23502		EXEMPT ORG	EDUCATION	10,000
VIRGINIA WESLEYAN COLLEGE CAMPUS BEAUTIFICATION & MODERNIZATION 1584 WESLEYAN DRIVE NORFOLK, VA 23502		EXEMPT ORG	EDUCATION	15,000
VIRGINIA WESLEYAN COLLEGE BIRDSONG ENDOWMENT FELLOWSHIP 1584 WESLEYAN DRIVE NORFOLK, VA 23502		EXEMPT ORG	EDUCATION	10,000
VIRGINIA WESLEYAN COLLEGE SYNTHETIC TURF FIELD 1584 WESLEYAN DRIVE NORFOLK, VA 23502		EXEMPT ORG	EDUCATION	100,000
VOLUNTEER HAMPTON ROADS VOLUNTEER ACHIEVEMENT AWARDS 400 W OLNEY RD STE B NORFOLK, VA 23507		EXEMPT ORG	SOCIAL & WELFARE ASSISTANCE	5,000
VPI - TIDEWATER RESEARCH STATION 6321 HOLLAND RD SUFFOLK, VA 23437		EXEMPT ORG	EDUCATION	1,000
WAKEFIELD FOUNDATION VA PEANUT STORY 100 WILSON AVE PO BOX 8 WAKEFIELD, VA 23888		EXEMPT ORG	HISTORICAL PRESERVATION	10,000
WELLMAN VOLUNTEER FIRE DEPT PO BOX 141 WELLMAN, TX 79378		EXEMPT ORG	PUBLIC SAFETY	1,000
WESLEY THEOLOGICAL SEMINARY 4500 MASSACHUSETTS AVE NW WASHINGTON, DC 200165690		EXEMPT ORG	RELIGIOUS	2,000
WESTERN TIDEWATER FREE CLINIC 2019 MEADE PKWY SUFFOLK, VA 23434		EXEMPT ORG	HEALTH	12,500
WHRO PUBLIC BROADCASTING PIONEER AWARDS 5200 HAMPTON BLVD NORFOLK, VA 235081598		EXEMPT ORG	PUBLIC RADIO	1,000
YOUNG AUDIENCES - BATTEN MATCH 420 NORTH CTR DR 239 NORFOLK, VA 23503		EXEMPT ORG	ARTS	1,000
YOUNG LIFE OF WESTERN TIDEWATER PO BOX 346 SUFFOLK, VA 234390436		EXEMPT ORG	RELIGIOUS & SOCIAL MENTORING	200
Total ►				1,541,650
3a				

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

TY 2016 Gain/Loss from Sale of Other Assets Schedule

Name: BIRDSONG CHARITABLE FOUNDATION

EIN: 54-1607210

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
VARIOUS PUBLIC TRADED SECURITIES	2012-12	PURCHASE	2016-09		3,391,393	3,580,760			-189,367	

TY 2016 Investments Corporate Stock Schedule**Name:** BIRDSONG CHARITABLE FOUNDATION**EIN:** 54-1607210

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INVEST - SCHWAB SECURITIES	1,980,485	2,169,163
INVESTORS SECURITY MANAGED ACCT MUTU	8,168,532	8,414,955

TY 2016 Other Expenses Schedule**Name:** BIRDSONG CHARITABLE FOUNDATION**EIN:** 54-1607210**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK CHARGES	15			

TY 2016 Other Income Schedule

Name: BIRDSONG CHARITABLE FOUNDATION

EIN: 54-1607210

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
REFUND OF FEDERAL TAXES	1,449		1,449

TY 2016 Other Professional Fees Schedule**Name:** BIRDSONG CHARITABLE FOUNDATION**EIN:** 54-1607210

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING SERVICE	1,200			
MANAGEMENT FEES	88,509			

TY 2016 Taxes Schedule**Name:** BIRDSONG CHARITABLE FOUNDATION**EIN:** 54-1607210

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LICENSES & FEES	25			
FOREIGN TAXES PD	1,580			

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <u>www.irs.gov/form990</u>	OMB No 1545-0047 2016
	Name of the organization BIRDSONG CHARITABLE FOUNDATION	Employer identification number 54-1607210

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization
BIRDSONG CHARITABLE FOUNDATION**Employer identification number**
54-1607210**Part I** **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	BIRDSONG CORPORATION PO BOX 1400 SUFFOLK, VA 23434	\$ 750,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Employer identification number

54-1607210

Part II	Noncash Property
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Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization BIRDSONG CHARITABLE FOUNDATION	Employer identification number 54-1607210
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Part III	Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____ Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee