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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ 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

2016

Open to Public Inspection

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

Name of foundation
THE WILLIAM G REYNOLDS JR CHARITABLE FOUNDATION

A Employer identification number
54-1900372

Number and street (or P O box number if mail is not delivered to street address) Room/suite
P O BOX 70459

B Telephone number (see instructions)
(804) 267-3603

City or town, state or province, country, and ZIP or foreign postal code
RICHMOND, VA 23255

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 1,067,326

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

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	3,953	3,953		
	4	Dividends and interest from securities	20,248	20,248		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	75,789			
	b	Gross sales price for all assets on line 6a 477,265				
	7	Capital gain net income (from Part IV, line 2)		75,789		
	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	99,990	99,990	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0	0	0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	4,150	4,150	0	0
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)				
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	15,094	15,094	0	0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	19,244	19,244	0	0
	25	Contributions, gifts, grants paid	54,000			54,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	73,244	19,244	0	54,000
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	26,746			
	b	**Net investment income** (if negative, enter -0-)		80,746		
	c	**Adjusted net income**(if negative, enter -0-)			0	

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	51,704	74,617	74,617
	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)	261,894	225,143	222,986
	b	Investments—corporate stock (attach schedule)	407,513	371,226	516,752
	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)	140,283	217,258	252,846
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	229	125	125
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	861,623	888,369	1,067,326
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities**(add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	861,623	888,369	
	30	**Total net assets or fund balances** (see instructions)	861,623	888,369	
	31	**Total liabilities and net assets/fund balances** (see instructions)	861,623	888,369	

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	861,623
2	Enter amount from Part I, line 27a	2	26,746
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	888,369
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	888,369

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	75,789
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	53,789	1,083,276	0 049654
2014	54,000	1,119,122	0 048252
2013	53,426	1,096,244	0 048736
2012	53,567	1,054,625	0 050792
2011	53,844	1,065,285	0 050544

2	**Total** of line 1, column (d)	2	0 247978
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 049596
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	1,041,352
5	Multiply line 4 by line 3	5	51,647
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	807
7	Add lines 5 and 6	7	52,454
8	Enter qualifying distributions from Part XII, line 4	8	54,000

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	807
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	807
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	807
6	Credits/Payments				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	669		
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	669
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	138
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)?	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	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶VA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (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)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		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 ▶n/a

14 The books are in care of ▶Susan McLane Telephone no ▶(804) 267-3603

Located at ▶P O BOX 70459 RICHMOND VA ZIP+4 ▶23255

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 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?	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

			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 2016?.	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 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____

			Yes	No
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here
▶ 20____ , 20____ , 20____ , 20____

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☑ No

			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)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation (**If not paid, enter -0-**)	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
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	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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	987,007
b	Average of monthly cash balances		1b	70,203
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	1,057,210
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	1,057,210
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	15,858
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	1,041,352
6	**Minimum investment return.** Enter 5% of line 5		6	52,068

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	52,068
2a	Tax on investment income for 2016 from Part VI, line 5	2a 807		
b	Income tax for 2016 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	807
3	Distributable amount before adjustments Subtract line 2c from line 1		3	51,261
4	Recoveries of amounts treated as qualifying distributions		4	0
5	Add lines 3 and 4		5	51,261
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	51,261

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	54,000
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	54,000
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	807
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	53,193

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					51,261
2 Undistributed income, if any, as of the end of 2016					
a Enter amount for 2015 only.				0	
b Total for prior years 20____ , 20____ , 20____			0		
3 Excess distributions carryover, if any, to 2016					
a From 2011.					
b From 2012.	1,660				
c From 2013.					
d From 2014.					
e From 2015.	47				
f **Total** of lines 3a through e.		1,707			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 54,000					
a Applied to 2015, 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 2016 distributable amount.					51,261
e Remaining amount distributed out of corpus		2,739			
5 Excess distributions carryover applied to 2016 *(If an amount appears in column (d), the same amount must be shown in column (a))*		0			0
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		4,446			
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 2015 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 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)		0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . .		0			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a		4,446			
10 Analysis of line 9					
a Excess from 2012. . . .	1,660				
b Excess from 2013. . . .					
c Excess from 2014. . . .					
d Excess from 2015. . . .	47				
e Excess from 2016. . . .	2,739				

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)

	Tax year	Prior 3 years			(e) Total
	(a) 2016	**(b)** 2015	**(c)** 2014	**(d)** 2013	
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* See Additional Data Table				
Total . . . . ▶ **3a**				54,000
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	3,953	
4 Dividends and interest from securities. . . .			14	20,248	
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	75,789	
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		99,990	0

13 Total. Add line 12, columns (b), (d), and (e). **13** 99,990

(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

******	2017-05-11	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
PHILIP A HUSS CPA PLLC		2017-05-11		P00625347
Firm's name ▶ PHILIP A HUSS CPA PLLC				Firm's EIN ▶54-1649752
Firm's address ▶ PO BOX 27948 RICHMOND, VA 23261				Phone no (804) 409-5819

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
BOEING CO 6	P	2016-01-12	2016-02-11
FEDERAL NATL MTG 2 125% 16000	P	2016-05-12	2016-08-17
FEDERAL HOME LN 0 875% 5000	P	2016-10-18	2016-11-30
LOCKHEED MARTIN 6	P	2016-02-22	2016-11-30
METLIFE INC 95	P	2016-03-30	2016-11-30
MICROSOFT CORP 37	P	2016-02-12	2016-11-30
NUCOR CORP 25	P	2015-07-24	2016-01-20
PFIZER INCORP 54	P	2016-02-12	2016-11-30
RIO TINTO PLC 68	P	2015-02-18	2016-01-20
SHIRE PLC 0 8948	P	2016-06-03	2016-06-03

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
623		787	-164
16,353		16,077	276
4,975		5,001	-26
1,596		1,291	305
5,253		4,229	1,024
2,237		1,859	378
854		1,085	-231
1,727		1,579	148
1,501		3,371	-1,870
171		170	1

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-164
			276
			-26
			305
			1,024
			378
			-231
			148
			-1,870
			1

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
SHIRE PLC 7	P	2016-06-15	2016-11-30
SHIRE PLC 12	P	2016-06-15	2016-12-15
SHIRE PLC 2	P	2016-06-24	2016-12-15
SYNCHRONY FINANCIAL 42	P	2016-10-24	2016-11-30
TEVA PHARMACEUTICAL 53	P	2016-06-09	2016-11-03
US TREASURY 2 375% 1000	P	2015-06-05	2016-05-12
US TREASURY 2 375% 3000	P	2015-09-22	2016-05-12
US TREASURY 2 375% 13000	P	2016-03-11	2016-05-12
US TREASURY 1 375% 11000	P	2015-12-09	2016-11-23
US TREASURY 1 375% 3000	P	2015-12-09	2016-11-30

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,222		1,204	18
2,020		2,064	-44
337		341	-4
1,441		1,210	231
2,072		2,833	-761
1,055		1,001	54
3,166		3,068	98
13,719		13,475	244
10,914		10,887	27
2,970		2,969	1

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			18
			-44
			-4
			231
			-761
			54
			98
			244
			27
			1

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
US TREASURY 2 750% 10000	P	2015-09-22	2016-08-17
US TREASURY 1 625% 4000	P	2016-08-17	2016-11-30
US TREASURY 2 000% 7000	P	2016-05-12	2016-11-30
CHUBB LTD 0 9292	P	2016-01-15	2016-01-15
CHUBB LTD 10	P	2016-06-15	2016-11-30
BOEING CO 21	P	2014-12-17	2016-02-11
CHEMOURS CO 10 33051	P	2012-12-27	2016-01-20
CHEMOURS CO 12 66949	P	2012-12-28	2016-01-20
CHEVRON CORP 27	P	2013-03-26	2016-11-30
CISCO SYSTEMS 39	P	2012-12-07	2016-11-30

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
10,169		10,167	2
3,747		4,015	-268
6,954		7,207	-253
102		103	-1
1,277		1,249	28
2,182		2,603	-421
35		117	-82
43		145	-102
3,046		3,267	-221
1,165		757	408

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2
			-268
			-253
			-1
			28
			-421
			-82
			-102
			-221
			408

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
CISCO SYSTEMS 11	P	2012-12-28	2016-11-30
CITIGROUP INC 204	P	2014-10-14	2016-11-30
DEVON ENERGY 157	P	2012-07-23	2016-02-18
DEVON ENERGY 25	P	2012-09-26	2016-02-18
DU PONT 36	P	2012-12-27	2016-11-30
FEDERAL NATL MTG 1 500% 7000	P	2015-06-10	2016-11-30
FEDERAL NATL MTG 1 750% 10000	P	2014-12-04	2016-05-12
FEDERAL NATL MTG 1 750% 5000	P	2014-12-04	2016-11-30
FEDERAL HOME LN 2 375% 6000	P	2014-05-05	2016-11-30
GENERAL ELECTRIC CO 92	P	2013-11-13	2016-11-30

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
328		215	113
11,539		10,447	1,092
2,998		9,147	-6,149
477		1,473	-996
2,588		1,525	1,063
6,971		6,905	66
10,227		10,023	204
5,044		5,009	35
6,112		5,936	176
2,850		2,492	358

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			113
			1,092
			-6,149
			-996
			1,063
			66
			204
			35
			176
			358

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
GLAXOSMITHKLINE PLC 104	P	2015-04-07	2016-07-13
GOLDMAN SACHS 12	P	2012-10-04	2016-01-12
GOLDMAN SACHS 3	P	2012-10-05	2016-01-12
GOLDMAN SACHS 4	P	2012-12-13	2016-01-12
GOLDMAN SACHS 12	P	2012-12-13	2016-11-30
GOLDMAN SACHS 2	P	2012-12-14	2016-11-30
GOLDMAN SACHS 7	P	2013-03-01	2016-11-30
GREENHILL & CO 5	P	2012-07-19	2016-02-12
GREENHILL & CO 4	P	2012-07-20	2016-02-12
GREENHILL & CO 9	P	2012-07-23	2016-02-12

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
4,539		4,939	-400
1,972		1,434	538
493		359	134
657		474	183
2,637		1,422	1,215
440		237	203
1,538		1,056	482
114		181	-67
91		145	-54
206		325	-119

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-400
			538
			134
			183
			1,215
			203
			482
			-67
			-54
			-119

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
GREENHILL & CO 7	P	2012-07-25	2016-02-12
GREENHILL & CO 40	P	2014-05-30	2016-02-12
GREENHILL 7 CO 36	P	2014-09-15	2016-02-12
HALLIBURTON CO 32	P	2014-12-17	2016-11-30
HALLIBURTON CO 27	P	2014-12-18	2016-11-30
HALLIBURTON CO 13	P	2014-12-19	2016-11-30
KLA TENCOR 5	P	2012-11-02	2016-11-18
KLA TENCOR 5	P	2012-11-08	2016-11-18
KLA TENCOR 19	P	2012-11-09	2016-11-30
MARATHON OIL 94	P	2014-03-07	2016-01-20

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
160		261	-101
914		1,992	-1,078
822		1,750	-928
1,704		1,257	447
1,438		1,052	386
692		522	170
403		235	168
403		223	180
1,531		864	667
676		3,211	-2,535

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-101
			-1,078
			-928
			447
			386
			170
			168
			180
			667
			-2,535

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
MARATHON OIL 61	P	2014-12-23	2016-01-20
MARATHON OIL 18	P	2014-12-24	2016-01-20
NUCOR CORP 13	P	2013-09-18	2016-01-20
NUCOR CORP 50	P	2003-09-20	2016-01-20
OCCIDENTAL PETE 35	P	2012-12-14	2016-02-18
OCCIDENTAL PETE 5	P	2012-12-17	2016-02-18
OCCIDENTAL PETE 40	P	2012-12-19	2016-02-18
OCCIDENTAL PETE 25	P	2013-03-27	2016-02-18
RAYTHEON CO 60	P	2013-03-06	2016-11-30
RAYTHEON CO 25	P	2013-03-26	2016-11-30

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
439		1,743	-1,304
130		510	-380
444		652	-208
1,708		2,510	-802
2,459		2,570	-111
351		367	-16
2,810		3,046	-236
1,757		1,888	-131
9,015		3,302	5,713
3,756		1,444	2,312

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,304
			-380
			-208
			-802
			-111
			-16
			-236
			-131
			5,713
			2,312

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
RAYTHEON CO 7	P	2013-03-27	2016-11-30
ROYAL DUTCH SHELL 70	P	2012-08-16	2016-11-30
SCHLUMBERGER LTD 23	P	2015-10-09	2016-11-30
STANLEY BLACK & DECKER 25	P	2013-11-13	2016-01-12
STANLEY BLACK & DECKER 15	P	2013-11-13	2016-11-30
STARWOOD PROPERTY 60	P	2013-09-12	2016-11-30
STATE STR CORP 14	P	2012-12-31	2016-01-12
STATE STR CORP 16	P	2012-12-31	2016-11-30
STATE STR CORP 13	P	2013-03-07	2016-11-30
STATE STR CORP 4	P	2013-03-12	2016-11-30

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,052		408	644
3,784		5,139	-1,355
1,912		1,757	155
2,430		2,065	365
1,782		1,239	543
1,334		1,201	133
823		654	169
1,257		747	510
1,021		762	259
314		236	78

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			644
			-1,355
			155
			365
			543
			133
			169
			510
			259
			78

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
STATE STR CORP 5	P	2013-03-13	2016-11-30
STATE STR CORP 13	P	2013-03-14	2016-11-30
STATE STR CORP 22	P	2013-03-15	2016-11-30
TARGET CORP 22	P	2014-08-05	2016-11-30
TEVA PHARMACEUTICAL 5	P	2012-12-06	2016-11-03
TEVA PHARMACEUTICAL 30	P	2012-12-11	2016-11-03
TEVA PHARMACEUTICAL 50	P	2013-02-26	2016-11-03
TEVA PHARMACEUTICAL 35	P	2013-03-06	2016-11-03
US BANCORP 83	P	2011-01-19	2016-11-30
US TREASURY 2 375% 22000	P	2015-04-30	2016-05-12

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
393		299	94
1,021		777	244
1,728		1,316	412
1,710		1,284	426
195		209	-14
1,173		1,253	-80
1,955		1,880	75
1,368		1,379	-11
4,118		2,202	1,916
23,217		22,519	698

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			94
			244
			412
			426
			-14
			-80
			75
			-11
			1,916
			698

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
US TREASURY 2 750% 9000	P	2014-06-18	2016-03-11
US TREASURY 2 750% 8000	P	2014-06-18	2016-08-17
US TREASURY 2 750% 2000	P	2014-12-11	2016-08-17
US TREAUSRY 2 750% 9000	P	2015-02-19	2016-08-17
US TREASURY 2 625% 7000	P	2015-09-22	2016-11-30
US TREASURY 1 375% 14000	P	2014-03-26	2016-10-18
WALMART 16	P	2015-06-17	2016-11-30
AXIS CAPITAL 15	P	2012-04-13	2016-01-12
AXIS CAPITAL 13	P	2012-04-13	2016-02-12
AXIS CAPITAL 50	P	2012-04-17	2016-02-12

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
9,208		9,197	11
8,135		8,113	22
2,034		2,030	4
9,152		9,140	12
7,136		7,145	-9
14,131		13,956	175
1,132		1,161	-29
822		499	323
680		433	247
2,617		1,681	936

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			11
			22
			4
			12
			-9
			175
			-29
			323
			247
			936

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
AXIS CAPITAL 50	P	2012-05-25	2016-02-12
AXIS CAPITAL 14	P	2012-07-02	2016-02-12
AXIS CAPITAL 6	P	2012-07-05	2016-02-12
AXIS CAPITAL 29	P	2012-07-06	2016-02-12
AXIS CAPITAL 4	P	2012-07-09	2016-02-12
AXIS CAPITAL 25	P	2012-07-10	2016-02-12
AXIS CAPITAL 19	P	2013-03-27	2016-02-12
AXIS CAPITAL 6	P	2013-03-28	2016-02-12
AT&T INC 48	P	2010-02-23	2016-01-12
AT&T INC 79	P	2010-02-23	2016-11-30

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,617		1,698	919
733		465	268
314		200	114
1,518		964	554
209		133	76
1,309		831	478
995		785	210
314		248	66
1,623		1,198	425
3,072		1,971	1,101

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			919
			268
			114
			554
			76
			478
			210
			66
			425
			1,101

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
APPLIED MATERIALS 113	P	2008-05-27	2016-11-18
APPLIED MATERIALS 220	P	2008-12-12	2016-11-18
APPLIED MATERIALS 107	P	2008-12-12	2016-11-30
APPLIED MATERIALS 36	P	2008-12-12	2016-12-19
APPLIED MATERIALS 45	P	2008-12-12	2016-12-23
AVALONBAY COMMUNITIES 7	P	2009-06-29	2016-11-30
BAXALTA INC 0 6364	P	2006-02-16	2016-05-25
BAXALTA INC 110	P	2006-02-16	2016-06-03
BAXALTA INC 4	P	2006-02-16	2016-06-03
BLACKROCK INC 6	P	2010-11-09	2016-11-30

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,476		2,172	1,304
6,768		2,198	4,570
3,469		1,069	2,400
1,165		360	805
1,472		450	1,022
1,146		390	756
29		11	18
5,078		1,757	3,321
185		68	117
2,217		994	1,223

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,304
			4,570
			2,400
			805
			1,022
			756
			18
			3,321
			117
			1,223

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
BOEING CO 25	P	2008-08-19	2016-02-11
BOEING CO 55	P	2010-09-21	2016-02-11
BOSTON PROPERTIES INC 16	P	2009-06-29	2016-11-30
CHEVRON CORP 64	P	2004-09-03	2016-11-30
ERICSSON TEL SP 108 32	P	2009-12-22	2016-04-21
ERICSSON TEL SP 263	P	2010-01-25	2016-04-21
ERICSSON TEL SP 296 68	P	2010-01-26	2016-04-21
ERICSSON TEL SP 0 32	P	2010-01-26	2016-04-25
FRANKLIN RESOURCES 75	P	2008-10-31	2016-10-24
FRANKLIN RESOURCES 48	P	2008-11-05	2016-10-24

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,597		1,574	1,023
5,714		3,534	2,180
1,973		731	1,242
7,221		3,193	4,028
911		991	-80
2,213		2,577	-364
2,496		2,872	-376
3		3	0
2,606		1,693	913
1,668		1,113	555

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,023
			2,180
			1,242
			4,028
			-80
			-364
			-376
			0
			913
			555

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
FRANKLIN RESOURCES 45	P	2009-03-25	2016-10-24
GLAXOSMITHKLINE PLC 37	P	2010-01-20	2016-07-13
HOME DEPOT 35	P	2008-06-13	2016-11-30
HOME DEPOT 27	P	2008-06-26	2016-11-30
HONEYWELL INTERNATIONAL 53	P	2008-11-05	2016-02-22
HONEYWELL INTERNATIONAL 70	P	2009-06-29	2016-02-22
JP MORGAN CHASE 65	P	2004-09-03	2016-01-12
JP MORGAN CHASE 45	P	2005-03-02	2016-01-12
KEYCORP 51	P	2009-06-29	2016-01-12
KEYCORP 300	P	2009-06-29	2016-11-30

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,564		794	770
1,615		1,557	58
4,539		960	3,579
3,501		673	2,828
5,631		1,685	3,946
7,438		2,255	5,183
3,796		2,590	1,206
2,628		1,679	949
602		272	330
5,227		1,601	3,626

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			770
			58
			3,579
			2,828
			3,946
			5,183
			1,206
			949
			330
			3,626

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
MERCK & CO 63	P	2008-03-26	2016-01-12
MERCK & CO 12	P	2008-03-26	2016-11-30
MERCK & CO 43	P	2009-06-29	2016-11-30
NOVARTIS 36	P	2006-01-12	2016-11-30
NUCOR CORP 20	P	2008-09-17	2016-01-20
NUCOR CORP 20	P	2008-12-30	2016-01-20
NUCOR CORP 5	P	2009-02-20	2016-01-20
NUCOR CORP 15	P	2009-07-01	2016-01-20
NUCOR CORP 80	P	2009-12-23	2016-01-20
TEXAS INSTRUMENTS 7	P	2008-05-02	2016-11-30

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,246		2,788	458
741		531	210
2,656		1,193	1,463
2,481		1,948	533
683		893	-210
683		911	-228
171		195	-24
512		660	-148
2,733		3,686	-953
520		208	312

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			458
			210
			1,463
			533
			-210
			-228
			-24
			-148
			-953
			312

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
TEXAS INSTRUMENTS 80	P	2008-07-23	2016-11-30
UNILEVER PLC 54	P	2006-01-12	2016-11-30
US TREASURY 1 375% 13000	P	2013-08-07	2016-10-18
US TREASURY 1 375% 7000	P	2013-12-11	2016-10-18
ALLIED WORLD ASSURANCE 105	P	2010-04-13	2016-02-12
ALLIED WORLD ASSURANCE 51	P	2010-05-11	2016-02-12
ALLIED WORLD ASSURANCE 30	P	2010-05-12	2016-02-12
ALLIED WORLD ASSURANCE 60	P	2010-05-13	2016-02-12
CHUBB CORP 28	P	2004-09-03	2016-01-15
CHUBB CORP 20	P	2007-08-22	2016-01-15

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
5,941		1,999	3,942
2,166		1,253	913
13,122		13,009	113
7,066		7,020	46
3,242		1,571	1,671
1,575		744	831
926		437	489
1,853		900	953
3,633		960	2,673
2,595		1,026	1,569

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,942
			913
			113
			46
			1,671
			831
			489
			953
			2,673
			1,569

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
CHUBB CORP 5	P	2007-08-24	2016-01-15
CHUBB CORP 5	P	2007-08-29	2016-01-15
CHUBB CORP 10	P	2007-09-17	2016-01-15
ISHARES 400 GROWTH 50	P	2013-12-20	2016-07-08
ISHARES 600 GROWTH 25	P	2014-04-14	2016-07-08
Capital Gains Dividends	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
649		256	393
649		251	398
1,298		504	794
8,615		7,410	1,205
3,274		2,859	415
590			590

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			393
			398
			794
			1,205
			415
			590

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
LOUISE R BELMONT C/O P O BOX 70459 RICHMOND, VA 23255	TRUSTEE 0 00	0	0	0
RANDOLPH N REYNOLDS JR C/O P O BOX 70459 RICHMOND, VA 23255	TRUSTEE 0 00	0	0	0
ROBERT G REYNOLDS C/O P O BOX 70459 RICHMOND, VA 23255	TRUSTEE 0 00	0	0	0
RANDOLPH N REYNOLDS C/O P O BOX 70459 RICHMOND, VA 23255	TRUSTEE 0 00	0	0	0
Mary R SIMPSON C/O P O BOX 70459 RICHMOND, VA 23255	TRUSTEE 0 00	0	0	0
SUSAN C ARMSTRONG 333 ALBEMARLE AVENUE RICHMOND, VA 23226	TRUSTEE 0 00	0	0	0
SUSAN V R REYNOLDS C/O P O BOX 70459 RICHMOND, VA 23255	TRUSTEE 0 00	0	0	0

Form 990PF Part XV Line 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*				
THE CENTER FOR CONSERVATION BIOLOGY PO BOX 8795 WILLIAMSBURG, VA 23187			UNRESTRICTED	1,000
CITY SINGERS CHILDRENS CHOIR PO BOX 73504 RICHMOND, VA 23235			UNRESTRICTED	500
VIRGINIA STATE POLICE ASSOCIATION 6944 FOREST HILL AVE RICHMOND, VA 23225			UNRESTRICTED	1,000
HENRICO POLICE FOUNDATION PO BOX 3165 GLEN ALLEN, VA 23060			UNRESTRICTED	1,000
LIBERATION VETERAN SERVICES 1201 HULL STREET RICHMOND, VA 23224			UNRESTRICTED	500
HOLLY GROVE VOLUNTEER FIRE PO BOX 160 LOUISA, VA 23093			UNRESTRICTED	500
HOLLY GROVE RESCUE PO BOX 160 LOUISA, VA 23093			UNRESTRICTED	500
LOUISA COUNTY SHERIFFS OFFICE PO BOX 504 LOUISA, VA 23093			UNRESTRICTED	500
THE RICHMOND BALLET 407 E CANAL STREET RICHMOND, VA 23219			UNRESTRICTED	1,000
SPORTABLE 1365 OVERBROOK ROAD RICHMOND, VA 23220			UNRESTRICTED	500
ST CHRISTOPHERS SCHOOL FOUNDATION 711 ST CHRISTOPERS ROAD RICHMOND, VA 23226			UNRESTRICTED	1,000
VCU MASSEY CANCER CENTER PO BOX 843042 RICHMOND, VA 23286			UNRESTRICTED	1,000
EAGLE YOUTH FOUNDATION 2411 HICKS ROAD N CHESTERFIELD, VA 23235			UNRESTRICTED	1,500
BON SECOURS RICHMOND FOUNDATION 7229 FOREST AVENUE RICHMOND, VA 23226			UNRESTRICTED	2,000
CHILDRENS HOSPITAL FOUNDATION PO BOX 26384 RICHMOND, VA 23286			UNRESTRICTED	2,000
Total . . . . ▶ 3a				54,000

Form 990PF Part XV Line 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*				
EAGLE YOUTH FOUNDATION 2411 HICKS ROAD N CHESTERFIELD, VA 23235			UNRESTRICTED	500
MANAKIN COMPANY 1 PO BOX 283 MANAKIN SABOT, VA 23103			UNRESTRICTED	500
GOOCHLAND FREE CLINIC PO BOX 116 GOOCHLAND, VA 23063			UNRESTRICTED	500
THE COLLEGE OF WILLIAM AND MARY PO BOX 1693 WILLIAMSBURG, VA 23187			UNRESTRICTED	1,000
UNIVERSITY OF VIRGINIA PO BOX 400331 CHARLOTTESVILLE, VA 22904			UNRESTRICTED	500
VIRGINIA TECH FOUNDATION 902 PRICES FORK ROAD BLACKSBURG, VA 24061			UNRESTRICTED	1,000
HOPE CHURCH 12445 PATTERSON AVE RICHMOND, VA 23238			UNRESTRICTED	2,000
FIRST PRESBYTERIAN CHURCH 4602 CARY STREET RICHMOND, VA 23226			UNRESTRICTED	500
LIBERATION VETERAN SERVICES 1201 HULL STREET RICHMOND, VA 23224			UNRESTRICTED	500
SHELTERING ARMS FOUNDATION 140 EASTSHORE DRIVE GLEN ALLEN, VA 23059			UNRESTRICTED	500
AMERICAN RED CROSS PO BOX 655 RICHMOND, VA 23218			UNRESTRICTED	1,000
ST CHRISTOPHERS SCHOOL FOUNDATION 711 ST CHRISTOPERS ROAD RICHMOND, VA 23226			UNRESTRICTED	4,000
INSTRUCTIVE VISITING NURSE ASSOCIATION 5008 MONUMENT AVE RICHMOND, VA 23230			UNRESTRICTED	1,000
ST ANDREWS SCHOOL 227 SOUTH CHERRY STREET RICHMOND, VA 23220			UNRESTRICTED	1,000
EAGLE YOUTH FOUNDATION 2411 HICKS ROAD N CHESTERFIELD, VA 23235			UNRESTRICTED	500
Total . . . . ▶ **3a**				54,000

Form 990PF Part XV Line 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*				
GOOD NEWS CHRISTIAN FELLOWSHIP 214 S LEXINGTON AVE COVINGTON, VA 24426			UNRESTRICTED	2,000
ALLEGHANY COUNTY HUMANE SOCIETY 304 KARNES ROAD LOW MOOR, VA 24457			UNRESTRICTED	1,000
CLIFTON FORGE SCHOOL OF ARTS PO BOX 406 CLIFTON FORGE, VA 24422			UNRESTRICTED	2,000
CHRISTIAN FREE CLINIC IN BOTETOURT PO BOX 890 DALEVILLE, VA 24083			UNRESTRICTED	2,500
PRINCE AVENUE CHRISTIAN SCHOOL 2201 RUTH JACKSON RD BOGARD, GA 30622			UNRESTRICTED	7,500
REBUILDING TOGETHER RICHMOND 406 WEST FRANKLIN ST RICHMOND, VA 23220			UNRESTRICTED	3,000
RICHMOND SPCA 2519 HERMITAGE ROAD RICHMOND, VA 23220			UNRESTRICTED	2,000
COLONIAL SEAPORT FOUNDATION PO BOX 204 DELTAVILLE, VA 23043			UNRESTRICTED	1,000
BAPTIST COLLEGIATE MINISTRIES AT VIRGINIA TECH 307 WASHINGTON ST BLACKSBURG, VA 24060			UNRESTRICTED	1,000
VIRGINIA TECH FOUNDATION 902 PRICES FORK ROAD BLACKSBURG, VA 24061			UNRESTRICTED	1,000
READY KIDS 1000 E HIGHT ST CHARLOTTESVILLE, VA 22902			UNRESTRICTED	500
PARHAM ROAD BAPTIST CHURCH 2101 N PARHAM RD RICHMOND, VA 23229			UNRESTRICTED	500
SPRINGFIELD BAPTIST CHURCH PO BOX 2177 GLEN ALLEN, VA 23058			UNRESTRICTED	500
Total . . . . ▶ **3a**				54,000

TY 2016 Accounting Fees Schedule

Name: THE WILLIAM G REYNOLDS JR CHARITABLE FOUNDATION

EIN: 54-1900372

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PHILIP A HUSS, CPA	4,150	4,150	0	0

TY 2016 Investments Corporate Stock Schedule

Name: THE WILLIAM G REYNOLDS JR CHARITABLE FOUNDATION

EIN: 54-1900372

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMERICAN HOMES 4 RENT	3,340	4,175
AMGEN	9,370	7,895
APPLE INC	7,027	11,235
APPLIED MATERIALS 1140/1200	3,317	10,714
ASTRAZENECA PLC	10,165	9,425
AT&T 435/575	7,684	13,099
AVALONBAY CMNTYS 65/85	2,285	7,263
BAXTER INTL 110/140	3,737	6,075
BLACKROCK 45	4,806	11,036
BOSTON PROPERTIES 100/130	1,928	5,409
CARNIVAL CORP	4,760	7,080
CHEVRON 160/210	6,480	11,299
CHUBB CORP 155/330	7,313	8,324
CISCO 750	5,257	8,129
CITIGROUP 427	9,730	11,292
COACH	6,596	6,023
DU PONT 130	7,966	11,010
EXXON MOBIL 150/200	8,927	14,351
GENERAL ELECTRIC	9,056	10,934
GLAXOSMITHKLINE 180/240	6,019	5,507
GOLDMAN SACHS 33	7,336	11,733
HALLIBURTON CO 350/410	3,676	8,222
HOME DEPOT 300/400	2,318	12,469
INTEL CORP	6,788	8,378
INTERNATIONAL BUSINESS MACHINE	9,139	9,295
INTERNATIONAL PAPER CO	6,062	7,853
JOHNSON & JOHNSON 200/270	8,895	17,166
JPMORGAN CHASE 355/480	10,815	21,141
KEYCORP 380/1100	2,907	5,627
KIMBERLY-CLARK CORP	7,606	6,961

Name of Stock	End of Year Book Value	End of Year Fair Market Value
KLA-TENCOR 180	2,479	5,193
LOCKHEED MARTIN CORP	7,536	8,748
MERCK & CO 420/550	6,021	12,775
METLIFE INC	9,234	10,994
MICROSOFT CORP	8,049	9,570
NOVARTIS AG ADR 250/330	8,064	12,674
ORACLE CORPORATION	9,584	9,459
PFIZER INCORPORATED	9,881	10,881
PROCTER & GAMBLE CO	5,831	6,054
RAYTHEON	2,629	6,390
ROYAL DUTCH SHELL 149	10,762	8,695
SCHLUMBERGER LTD	7,253	8,143
SHIRE	4,406	4,089
SIMON PPTY GROUP 81/101	3,472	8,350
STANLEY B&D	5,999	7,799
STARWOOD PROP	9,499	10,558
STATE STR 30	10,422	13,290
SYNCHRONY FINANCIAL	6,744	8,487
TARGET 130	5,233	6,212
TEXAS INSTR. 355/540	2,222	6,567
UNILEVER PLC ADR 530/700	7,132	10,867
US BANCORP 365/675	4,892	9,658
VERIZON COMM	6,089	6,406
VONDAFONE GROUP	13,140	9,357
WALMART	5,540	5,253
WEYERHAUSER 326/977	7,808	11,163

TY 2016 Investments Government Obligations Schedule

Name:	THE WILLIAM G REYNOLDS JR CHARITABLE FOUNDATION
EIN:	54-1900372
US Government Securities - End of Year Book Value:	225,143
US Government Securities - End of Year Fair Market Value:	222,986
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

TY 2016 Investments - Other Schedule

Name: THE WILLIAM G REYNOLDS JR CHARITABLE FOUNDATION

EIN: 54-1900372

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
WISDOMTREE MIDCAP	AT COST	33,694	37,752
WISDOMTREE S/C DVD	AT COST	29,011	33,088
ISHARES 400 VALUE	AT COST	38,577	43,563
ISHARES 600 GROWTH	AT COST	48,818	60,000
ISHARES 400 GROWTH	AT COST	30,913	36,440
ISHARES 600 VALUE	AT COST	36,245	42,003

TY 2016 Other Assets Schedule

Name: THE WILLIAM G REYNOLDS JR CHARITABLE FOUNDATION

EIN: 54-1900372

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED DIVIDENDS	229	125	125

TY 2016 Other Expenses Schedule

Name: THE WILLIAM G REYNOLDS JR CHARITABLE FOUNDATION

EIN: 54-1900372

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BROKER - MANAGEMENT FEES	14,891	14,891	0	0
BROKER - FOREIGN TAX W/H	192	192	0	0
ADR FEES	11	11	0	0