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

OMB No 1545-0052

2016

Department of the Treasury
Internal Revenue Service

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending , 20

Name of foundation CHARLES B RICHARDSON FAMILY FDN		A Employer identification number 54-1931421						
Number and street (or P O box number if mail is not delivered to street address) 162 OLD FOREST CIRCLE	Room/suite	B Telephone number (see instructions) (540) 667-3121						
City or town, state or province, country, and ZIP or foreign postal code Winchester, VA 22602		C If exemption application is pending, check here ☐						
G Check all that apply: <table border="0"> <tr> <td>☐ Initial return</td> <td>☐ Initial return of a former public charity</td> </tr> <tr> <td>☐ Final return</td> <td>☐ Amended return</td> </tr> <tr> <td>☐ Address change</td> <td>☐ Name change</td> </tr> </table>		☐ 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 ☐
☐ Initial return	☐ Initial return of a former public charity							
☐ Final return	☐ Amended return							
☐ Address change	☐ Name change							
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) \$ 752,492	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)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	22,114	22,114		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	17,639			
b Gross sales price for all assets on line 6a 88,657				
7 Capital gain net income (from Part IV, line 2)		17,639		
8 Net short-term capital gain			649	
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	39,753	39,753	649	
13 Compensation of officers, directors, trustees, etc	7,000			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) STM107	250	250		
b Accounting fees (attach schedule) STM108	2,560	2,560		
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) STM110	1,078	202		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) STM103	6,675	6,650		
24 Total operating and administrative expenses. Add lines 13 through 23	17,563	9,662		0
25 Contributions, gifts, grants paid	36,843			36,843
26 Total expenses and disbursements. Add lines 24 and 25	54,406	9,662		36,843
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	(14,653)			
b Net investment income (if negative, enter -0-)		30,091		
c Adjusted net income (if negative, enter -0-)			649	

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2016)

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	30,947	34,064	34,064
	2 Savings and temporary cash investments			
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) STM137	498,229	486,160	718,428
	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)	529,176	520,224	752,492	
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	529,176	520,224	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	529,176	520,224	
	31 Total liabilities and net assets/fund balances (see instructions)	529,176	520,224	

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	529,176
2 Enter amount from Part I, line 27a	2	(14,653)
3 Other increases not included in line 2 (itemize) STM115	3	5,701
4 Add lines 1, 2, and 3	4	520,224
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	520,224

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 STM134				
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 88,657		71,018	17,639	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a			17,639	
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	17,639
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	649

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

(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	37,980	743,646	0.051073
2014	35,717	777,388	0.045945
2013	29,390	716,921	0.040995
2012	31,243	648,994	0.048141
2011	29,907	645,340	0.046343
2 Total of line 1, column (d)			2 0.232496
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 0.046499
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 739,283
5 Multiply line 4 by line 3			5 34,376
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 301
7 Add lines 5 and 6			7 34,677
8 Enter qualifying distributions from Part XII, line 4			8 36,843

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	301
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	301
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	301
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		301
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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers. \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions)		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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	Yes	No X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ CHARLES B RICHARDSON Telephone no ▶ 540-667-3121 Located at ▶ 162 OLD FOREST CIRCLE, Winchester, VA ZIP+4 ▶ 22602			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041-Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
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	Yes	No X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶				

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No	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? ☐ Yes ☒ No	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ 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.) ☐ Yes ☒ No	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 ▶		
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.) ☐ Yes ☒ No	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

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 ☒ Nob 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.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☐ No**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CHARLES B RICHARDSON 162 OLD FOREST CIRCLE, VA 22602	PRESIDENT/TREAS 1.25	7,000	0	0
MARGARET N RICHARDSON 162 OLD FOREST CIRCLE, VA 22602	SECRETARY 0.86	0	0	0
ANNE K HUSSEY 162 OLD FOREST CIRCLE, VA 22602	DIRECTOR 0.03	0	0	0
THOMAS A RICHARDSON 162 OLD FOREST CIRCLE, VA 22601	DIRECTOR 0.03	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

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		▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	▶

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	711,836
b	Average of monthly cash balances	1b	38,705
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	750,541
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	0
3	Subtract line 2 from line 1d	3	750,541
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	11,258
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	739,283
6	Minimum investment return. Enter 5% of line 5	6	36,964

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	36,964
2a	Tax on investment income for 2016 from Part VI, line 5	2a	301
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	301
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	36,663
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	36,663
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	36,663

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	36,843
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	36,843
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	301
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	36,542

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				36,663
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only			36,814	
b Total for prior years:				
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e				
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ 36,843				
a Applied to 2015, but not more than line 2a			36,814	
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				29
e Remaining amount distributed out of corpus				
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				
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				36,634
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)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

4942(1)(5)

(4) Gross investment income . . .

[illegible]

Form 990-PF (2016)

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ABBA CARE INC 200 WEEMS LANE Winchester, VA 22601		PC	COMMUNITY AID	6,209
CARE NET PREGNANCY SERVICES OF N.KY P O BOX 17688 Ft Mitchell, KY 41017		PC	COMMUNITY AID	6,100
REASONS FOR HOPE P O BOX 415 Hebron, KY 41048		PC	COMMUNITY AID	6,234
SALVATION ARMY WINCHESTER VA CORPS 300 FORT COLLIER RD Winchester, VA 22603		PC	COMMUNITY AID	6,100
VILLAGE MISSIONS P O BOX 197 Dallas, OR 97338		PC	COMMUNITY AID	6,100
WINCHESTER RESCUE MISSION 435 N CAMERON ST Winchester, VA 22601		PC	COMMUNITY AID	6,100
Total			3a	36,843
b Approved for future payment				
Total			3b	

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CHARLES B RICHARDSON FAMILY FDN

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**Form 990PF - Part III - Line 3
Other Increases Schedule**

Statement #115

ADJUSTED DIFF BETWEEN FMV & BOOK 5,701**Total** 5,701**Form 990PF - Part II - Line 10(b)
Investments: Corporate Stock Schedule****PG01**
Statement #137

<u>Category</u>	<u>BOY</u>	<u>Book Value</u>	<u>EOY FMV</u>
Corporate Stock	<u>498,229</u>	<u>486,160</u>	<u>718,428</u>
Totals	<u><u>498,229</u></u>	<u><u>486,160</u></u>	<u><u>718,428</u></u>

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Statement #103--

Form 990PF - Part I - Line 23 - Other Expenses Schedule

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
SCC REGISTRATION	25	0	0	0
ADVISORY FEES	6,650	6,650	0	0
Totals	6,675	6,650	0	0

PG01

Statement #107--

Form 990PF - Part I - Line 16(a) - Legal Fees Schedule

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
WILLIAMS MULLIN	250	250	0	0
Totals	250	250	0	0

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Form 990PF - Part I - Line 16(b) - Accounting Fees Schedule

Statement #108-

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
LYNN M POOLE TAX SERVICE LLC	2,560	2,560	0	0
Totals	<u>2,560</u>	<u>2,560</u>	<u>0</u>	<u>0</u>

Form 990PF - Part I - Line 18 - Taxes Schedule

PG01

Statement #110-

Description	Revenue and expenses	Net investment	Adjusted net income	Charitable purpose
PAYROLL TAXES	551	0	0	0
FOREIGN TAXES	202	202	0	0
EXCISE TAXES	325	0	0	0
Totals	<u>1,078</u>	<u>202</u>	<u>0</u>	<u>0</u>

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CHARLES B RICHARDSON FAMILY FDN

Form 990-PF - Part IV - Capital Gains And Losses Information (Overflow)

Statement #134--

Description	P-Purchase D-Donation	Date Acquired	Date Sold	Sales Price	Depreciation	Cost or other basis	Gain or Loss	Gains Minus Excess or Losses
2SH AMGEN INC		11-24-2015	06-06-2016	330		324	6	6
2SH NIKE INC CLASS B		01-20-2016	06-06-2016	109		116	(7)	(7)
2.27SH CHUBB LTD		01-15-2016	09-06-2016	284		252	32	32
5SH ABBOTT LABORATORIES		07-22-2015	09-06-2016	211		254	(43)	(43)
27SH CONOCOPHILLIPS		04-30-2013	01-27-2016	968		1,622	(654)	(654)
3SH KELLOGG COMPANY		02-17-2012	09-06-2016	247		157	90	90
5SH LOWES COMPANIES		02-05-2013	09-06-2016	379		192	187	187
8SH MICROSOFT CORP		02-10-2012	09-06-2012	428		245	183	183
6SH NORDSTROM INC		06-03-2013	11-14-2016	366		354	12	12
2SH QUALCOMM INC		09-22-2014	09-06-2016	126		152	(26)	(26)
3SH SOUTHERN COMPANY		08-05-2011	09-06-2016	156		119	37	37
4SH VF CORPORATION		07-07-2011	09-06-2016	244		113	131	131
1SH VERSUM MATERIALS INC		06-03-2013	10-14-2016	23		15	8	8
2SH WEC ENERGY GROUP		06-21-2012	09-06-2016	123		77	46	46
3SH MEDTRONIC PLC		01-27-2015	06-06-2016	249		227	22	22
2SH AFLAC		01-19-2010	09-06-2016	147		103	44	44
6SH AT&T		01-19-2010	09-06-2016	242		157	85	85
2SH AIRPRODUCTS & CHEMICALS		01-19-2010	06-06-2016	290		164	126	126
4SH ANALOG DEVICES		01-19-2010	09-06-2016	241		118	123	123
3SH AUTOMATIC DATA PROCESSING		01-19-2010	06-06-2016	263		112	151	151
2SH BECTON DICKINSON		01-19-2010	09-06-2016	347		155	192	192
3SH CLOROX COMPANY		01-19-2010	09-06-2016	392		186	206	206
2SH COLGATE PALMOLIVE		01-19-2010	06-06-2016	143		80	63	63
31SH CONOCOPHILLIPS		01-19-2010	01-27-2016	1,111		1,263	(152)	(152)
3SH EATON VANCE		01-19-2010	09-06-2016	119		99	20	20
2SH EMERSON ELECTRIC		04-15-2010	06-06-2016	106		105	1	1
5SH EVERSOURCE ENERGY		10-08-2010	09-06-2016	276		152	124	124
3SH EXXON MOBIL CORP		05-04-2010	09-06-2016	265		199	66	66
1SH FACTSET RESEARCH SYSTEMS		01-19-2010	09-06-2016	180		66	114	114
2SH GENL DYNAMICS CORP		01-19-2010	09-06-2016	295		141	154	154
3SH GENERAL MILLS		01-19-2010	06-06-2016	191		108	83	83
1SH GRAINGER WM INC		01-19-2010	09-06-2016	230		101	129	129
2SH HARRIS CORP DEL		01-19-2010	06-06-2016	162		98	64	64
2SH ILLINOIS TOOL WORKS INC		01-19-2010	06-06-2016	216		97	119	119

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CHARLES B RICHARDSON FAMILY FDN

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Form 990-PF - Part IV - Capital Gains And Losses Information (Overflow)

Statement #134~

Description	P-Purchase D-Donation	Date Acquired	Date Sold	Sales Price	Depreciation	Cost or		Gain or Loss	Gains Minus Excess or Losses
						other basis			
1SH INTERNATIONAL BUSINESS MACHINE		01-19-2010	09-06-2016	160		133		27	27
3SH JOHNSON & JOHNSON		01-19-2010	09-06-2016	351		197		154	154
2SH MCDONALDS		01-19-2010	09-06-2010	239		127		112	112
3SH NEXTERA ENERGY INC		01-19-2010	11-14-2016	372		152		220	220
47SH NORDSTROM INC		01-19-2010	11-14-2016	2,865		1,704		1,161	1,161
2SH NORFOLK SOUTHERN		01-19-2010	09-06-2016	190		106		84	84
3SH NOVARTIS AG		01-19-2010	09-06-2016	240		162		78	78
6SH PAYCHEX INC		01-19-2010	09-06-2016	342		183		159	159
3SH PEPSICO INCORP		01-19-2010	09-06-2016	313		187		126	126
2SH PHILLIPS 66		01-19-2010	06-06-2016	161		48		113	113
2SH POLARIS		01-19-2010	09-06-2016	168		45		123	123
1SH PRAXAIR INC		01-19-2010	06-06-2016	112		81		31	31
2SH PROCTOR & GAMBLE		01-19-2010	09-06-2016	177		123		54	54
2SH SCANA CORP COM		01-19-2010	09-06-2016	145		75		70	70
2SH J M SMUCKER CO		01-19-2010	09-06-2016	273		125		148	148
6SH SYSCO		01-19-2010	06-06-2016	306		171		135	135
2SH TARGET		01-19-2010	09-06-2016	140		101		39	39
2SH 3M CO		01-19-2010	06-06-2016	341		170		171	171
2SH UNITED TECHNOLOGIES		01-19-2010	06-06-2016	207		145		62	62
12.5 VERSUM MATERIALS		01-19-2010	10-14-2016	282		176		106	106
2SH WAL MART STORES		01-19-2010	09-06-2016	288		216		72	72
3SHS CHEVRON		01-19-2010	06-06-2016	306		237		69	69
37SH CHUBB CORP		11-11-2011	01-15-2016	4,801		2,509		2,292	2,292
2SH ABBVIE INC		01-07-2016	09-06-2016	130		115		15	15
26SH REYNOLDS AMERICAN		10-13-2016	10-21-2016	1,403		1,237		166	166
7SH AT&T		01-08-2013	09-06-2016	281		242		39	39
24SH ALTRIA GROUP INC		01-08-2013	09-06-2016	1,584		774		810	810
2SH AMERICAN ELECTRIC POWER		01-08-2013	09-06-2016	132		87		45	45
3SH BCE INC		01-08-2013	06-06-2016	142		129		13	13
33SH BP PLC SPONS ADR		01-11-2013	06-06-2016	952		1,474		(522)	(522)
2SH CHEVRON		01-08-2013	06-06-2016	202		219		(17)	(17)
3SH COCA COLA COMPANY		01-08-2013	05-06-2016	136		111		25	25
2SH DOMINION RES INC		01-08-2013	09-06-2016	151		105		46	46
2SH DUKE ENERGY CORP		01-08-2013	06-06-2016	159		130		29	29

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CHARLES B RICHARDSON FAMILY FDN

Form 990-PF - Part IV - Capital Gains And Losses Information (Overflow)

Statement #134--

Description	P-Purchase D-Donation	Date Acquired	Date Sold	Sales Price	Depreciation	Cost or other basis	Gain or Loss	Gains Minus Excess or Losses
2SH EXXON MOBIL CORP		08-26-2015	09-06-2016	177		143	34	34
19SH GENERAL MILLS		11-03-2014	08-03-2016	1,322		999	323	323
47SH GLAXOSMITHKLINE PLC-ADR		01-06-2013	11-17-2016	1,889		2,079	(190)	(190)
57SH HCP INC		03-19-2014	01-07-2016	2,101		2,345	(244)	(244)
12SH JOHNSON & JOHNSON		01-08-2013	10-13-2016	1,435		859	576	576
1SH KIMBERLY CLARK CORP		01-08-2013	06-06-2016	129		81	48	48
55SH KRAFT HEINZ CO		05-07-2013	10-13-2016	4,525		2,508	2,017	2,017
12SH MCDONALDS		01-08-2013	06-06-2016	1,444		1,083	361	361
31SH MERCK & CO		01-08-2013	11-17-2016	1,921		1,322	599	599
3SH NATIONAL GRID PLC		01-08-2013	06-06-2016	215		166	49	49
41SH OMEGA HEALTHCARE		06-10-2015	07-12-2016	1,342		1,432	(90)	(90)
3SH PPL CORPORATION		01-08-2013	06-06-2016	117		81	36	36
1SH PEPISCO INCORPORATED		01-08-2013	06-06-2016	102		70	32	32
11SH PHILIP MORRIS		01-08-2013	09-06-2016	1,101		952	149	149
12SH PROCTOR & GAMBLE		01-08-2013	07-22-2016	1,021		822	199	199
10SH REALTY INCOME CORP		07-02-2013	08-03-2016	690		416	274	274
119SH REYNOLDS AMERICAN INC		01-08-2013	10-21-2016	6,211		2,485	3,726	3,726
55SH ROYAL DUTCH SHELL PLC		11-04-2014	01-08-2016	2,194		3,895	(1,701)	(1,701)
3SH SANDFI ADR		01-06-2015	09-06-2016	118		135	(17)	(17)
3SH SOUTHERN COMPANY		01-08-2013	06-06-2016	150		130	20	20
25SH UNILEVER PLC SPONS ADR		04-29-2014	10-13-2016	1,089		986	103	103
11SH VENTAS INC		09-13-2013	10-13-2016	746		588	158	158
6SH VERIZON COMMUNICATIONS		01-08-2013	09-06-2016	311		261	50	50
2SH WELLTOWER INC		01-08-2013	09-06-2016	155		120	35	35
10SH MCDONALDS CORP		01-08-2013	02-04-2016	1,201		903	298	298
22SH REYNOLDS AMERICAN		01-08-2013	02-04-2016	1,037		459	578	578
45SH SCHWAB CHARLES CORP NEW		02-09-2016	11-21-2016	1,706		1,052	654	654
13.78260SH SHIRE PLC		06-03-2016	07-12-2016	2,489		2,619	(130)	(130)
25SH WHOLE FOODS MARKET INC		08-17-2015	02-01-2016	749		836	(87)	(87)
10SH AMERICAN EXPRESS COMPANY		01-08-2013	06-06-2016	660		599	61	61
118.75050SH BAXALTA INC		04-07-2015	06-03-2016	5,350		3,769	1,581	1,581
35SH BED BATH & BEYOND		03-06-2014	06-23-2016	1,517		2,397	(880)	(880)
30SH CHEVRON CORPORATION		08-28-2015	11-11-2016	3,167		2,990	177	177
25SH EBAY INC		05-15-2014	08-04-2016	777		500	277	277

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CHARLES B RICHARDSON FAMILY FDN

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Form 990-PF - Part IV - Capital Gains And Losses Information (Overflow)

Statement #134~

Description	P-Purchase D-Donation	Date Acquired	Date Sold	Sales Price	Depreciation	Cost or other basis	Gain or Loss	Gains Minus	
								Excess or Losses	
20SH EXELON CORPORATION		01-08-2013	06-06-2016	700		589	111		111
15SH EXPRESS SCRIPTS HLDG		06-19-2013	12-02-2016	1,138		940	198		198
5SH EXXON MOBIL		01-08-2013	06-06-2016	446		437	9		9
5SH JOHNSON & JOHNSON		01-08-2013	06-06-2016	578		357	221		221
15SH MACK CALI RLTY CORP		11-26-2013	07-13-2016	422		298	124		124
10SH PNC FINANCIAL SERVICES		01-08-2013	11-21-2016	1,107		602	505		505
5SH PEPSICO INCORPORATED		01-08-2013	02-17-2016	498		348	150		150
10SH QUALCOMM INC		01-30-2015	06-06-2016	550		629	(79)		(79)
115SH SOUTHWESTERN ENERGY CO		01-05-2015	01-29-2016	1,019		3,411	(2,392)		(2,392)
15SH SUNTRUST		01-08-2013	06-06-2016	662		427	235		235
60SH TAIWAN SEMICONDUCTOR		08-20-2013	09-07-2016	1,705		951	754		754
10SH TARGET CORP		01-08-2013	03-11-2016	819		604	215		215
10SH TORCHMARK CORP		01-08-2013	06-06-2016	609		358	251		251
5SH TRAVELERS COS INC		01-08-2013	06-06-2016	573		366	207		207
5SH WALMART STORES		01-08-2013	02-17-2016	331		343	(12)		(12)
10SH MEDTRONIC PLC		01-27-2015	06-06-2016	832		757	75		75
Total				88,657		71,018	17,639		17,639

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CHARLES B RICHARDSON FAMILY FDN

54-1931421

Form 990PF - Part XV - Line 2
Application Submission Information**Grant Program**

CONTRIBUTION GRANTS

Applicant Name

CHARLES B RICHARDSON

Address162 OLD FOREST CIRCLE
Winchester, VA 22602**Telephone**

540-667-3121

Email Address**Form & Content**

NO SPECIAL FORMS

Submission Deadline

NONE

Restrictions on Award

NONE