





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

Name of foundation WILLIAM A COOKE FOUNDATION		A Employer identification number 54-2012726	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 462		Room/suite	B Telephone number (see instructions) (540) 967-0881
City or town, state or province, country, and ZIP or foreign postal code LOUISA, VA 23093		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 10,997,826	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>	

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)	379,958			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	319	319		
	4 Dividends and interest from securities	319,266	319,266		
	5a Gross rents	394,475	394,475		
	b Net rental income or (loss) -15,826				
	6a Net gain or (loss) from sale of assets not on line 10 	93,092			
	b Gross sales price for all assets on line 6a 1,279,754				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	1,187,110	714,060		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) 	2,188			2,188
	c Other professional fees (attach schedule) 	36,000			36,000
	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) 	491,592	466,108		25,484
	24 Total operating and administrative expenses. Add lines 13 through 23	529,780	466,108		63,672
	25 Contributions, gifts, grants paid	558,100			573,553
	26 Total expenses and disbursements. Add lines 24 and 25	1,087,880	466,108		637,225
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	99,230			
	b Net investment income (if negative, enter -0-)		247,952		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	932,222	840,991	840,991
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ <u>47,102</u>			
	Less allowance for doubtful accounts ▶ _____	46,963	47,102	47,102
	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)	1,151,322	1,426,221	1,620,905
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____			
Less accumulated depreciation (attach schedule) ▶ _____				
12 Investments—mortgage loans	3,746,022	3,880,305	3,880,305	
13 Investments—other (attach schedule)				
14 Land, buildings, and equipment basis ▶ <u>4,539,594</u>				
Less accumulated depreciation (attach schedule) ▶ <u>501,507</u>	4,279,623	4,038,087	4,581,000	
15 Other assets (describe ▶ _____)		27,523	27,523	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	10,156,152	10,260,229	10,997,826	
Liabilities	17 Accounts payable and accrued expenses	38,079	43,379	
	18 Grants payable.	299,333	298,880	
	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)	337,412	342,259	
	Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.		
24 Unrestricted				
25 Temporarily restricted				
26 Permanently restricted				
Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
27 Capital stock, trust principal, or current funds		9,818,740	9,917,970	
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)		9,818,740	9,917,970	
31 Total liabilities and net assets/fund balances (see instructions) .		10,156,152	10,260,229	

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	9,818,740
2 Enter amount from Part I, line 27a	2	99,230
3 Other increases not included in line 2 (itemize) ▶ _____	3	
4 Add lines 1, 2, and 3	4	9,917,970
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	9,917,970

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a UBS FINANCIAL -SHORT TERM SEE ATTACH	P		
b UBS FINANCIAL -LONG TERM SEE ATTACH	P		
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 381,078		393,171	-12,093
b 345,009		356,732	-11,723
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			-12,093
b			-11,723
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	-23,816
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	614,007	9,979,947	0 061524
2014	292,855	9,464,217	0 030943
2013	304,535	8,888,973	0 034260
2012	209,231	6,126,161	0 034154
2011	380,905	6,205,698	0 061380
2 Total of line 1, column (d)			0 222261
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			0 044452
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			10,526,870
5 Multiply line 4 by line 3			467,940
6 Enter 1% of net investment income (1% of Part I, line 27b)			2,480
7 Add lines 5 and 6			470,420
8 Enter qualifying distributions from Part XII, line 4			637,225

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	2,480
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2.	3	2,480
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	2,480
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,968
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	500
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	2,468
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	12
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> VA _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WACOOKEFOUNDATION.ORG</u>	13	Yes	
14	The books are in care of ► <u>CORPORATE OFFICERS</u> Telephone no ► <u>(540) 967-0881</u>			

Located at ► 211 WEST MAIN STREET PO BOX 462 LOUISA VAZIP+4 ► 23093

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here	<input type="checkbox"/>		
	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
	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.**

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b	
	Organizations relying on a current notice regarding disaster assistance check here.	► <input type="checkbox"/>		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?		1c	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).		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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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

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))?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>
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	
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?	<input type="checkbox"/>	Yes	<input type="checkbox"/>
	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?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>
	If "Yes" to 6b, file Form 8870		6b	No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

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

[illegible][illegible]

▶

Part VIII

3 Five hig

Total number

Part IX-A

List the foundation organizations and

List the foundation organizations and

Part IX-BDescribe the

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	1,342,000
b	Average of monthly cash balances.	1b	849,750
c	Fair market value of all other assets (see instructions).	1c	8,634,000
d	Total (add lines 1a, b, and c).	1d	10,825,750
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	10,825,750
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	298,880
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	10,526,870
6	Minimum investment return. Enter 5% of line 5.	6	526,344

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	526,344
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	2,480
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,480
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	523,864
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	523,864
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	523,864

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	637,225
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	637,225
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	2,480
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	634,745

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				523,864
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			236,658	
b Total for prior years 20____, 20____, 20____				
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 ▶ \$ <u>637,225</u>				
a Applied to 2015, but not more than line 2a			236,658	
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.				400,567
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				123,297
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.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

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 e-mail address of the person to whom applications should be addressed

WALLACE L TINGLER
WILLIAM A COOKE FOUNDATION
PO BOX 462
LOUISA, VA 23093
(540) 967-0881

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

GUIDELINES AND APPLICATION ATTACHED

c Any submission deadlines

SEE ATTACHED APPLICATIONS

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

GRANTS ARE LIMITED TO LOUISA AND ORANGE COUNTIES IN VIRGINIA

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 <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	573,553
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	319	
4 Dividends and interest from securities.			14	319,266	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.			16	-15,826	
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory					93,092
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). . .				303,759	93,092
13 Total. Add line 12, columns (b), (d), and (e).			13		396,851

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | No |
| 1a(2) | | No |
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |
| 1c | | No |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

- b** If "Yes," complete the following schedule

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

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

Print/Type preparer's name STEVE R GUY	Preparer's Signature	Date 2017-06-16	Check if self-employed ▶ <input type="checkbox"/>	PTIN P00027615
Firm's name ▶ STEVE GUY & ASSOCIATES PC				Firm's EIN ▶ 20-1817360
Firm's address ▶ 4900 SOUTHPPOINT DRIVE FREDERICKSBURG, VA 22407				Phone no (540) 891-7555

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
WALLACE A TINGLER PO BOX 462 LOUISA, VA 23093	PRESIDENT 10 00	0	0	0
RANDALL L TINGLER PO BOX 462 LOUISA, VA 23093	VICE PRESIDE 5 00	0	0	0
REBECCA B CAVANAUGH PO BOX 462 LOUISA, VA 23093	SECRETARY 1 00	0	0	0
LINDA PARKER PO BOX 462 LOUISA, VA 23093	DIRECTOR 1 00	0	0	0
J DOUGLAS STRALEY PO BOX 462 LOUISA, VA 23093	DIRECTOR 1 00	0	0	0
C CHAMPIAN BOWLES PO BOX 462 LOUISA, VA 23093	DIRECTOR 1 00	0	0	0
DEBORAH PETTIT PO BOX 462 LOUISA, VA 23093	DIRECTOR 1 00	0	0	0

Form 990FP Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ABBY WHITLOCK PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	5,000
ALEXIS NICOLE JENKINS PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	1,250
ALEXIUS HOUCHENS PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	5,000
ALIYAH RICH REYES LINATOC PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	5,000
ALLIYAH HUGHES PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	250
AMBER LYNN GOOCH PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	1,250
ANDREW KNIGHTON PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	500
ASHLEIGH KNOWLES PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	1,500
BETH RICHARDSON PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	500
BRENNA CANNING PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	500
BRIANNA LASHA STEWART PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	12,500
CANDICE LEE MARIAN NOEL PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	2,500
CARLA DAWN DOWNS PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	5,000
CHRISTY TALLEY PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	500
DALTON WILSON JOBE PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	250
Total ►				573,553
3a				

Form 990FP Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
DAQUAN MALIK HEMBRY PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	2,500
DARREN AVERY POINDEXTER PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	5,000
DEREK JAMES HALL PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	1,250
EXPONENT PHILANTHROPY PO BOX 462 LOUISA, VA 23093	N/A	PC	GRANT FOR GENERAL OPERATIONS	500
FAIRLYTE PAIGE EUBANK PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	2,500
FRANK MEKEE PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	5,000
HAILEY B JONES PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	500
HAYLEE MARISSA DAVIS PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	5,000
HUNTER WATKINS PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	750
INDUSTRIAL DEV AUTHORITY OF LOUISA PO BOX 462 LOUISA, VA 23093	NONE	PC	ECONOMIC DEVELOPMENT GRANT	360,000
J'AIR RAWLINGS PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	750
JAMES CAMDEN WACHTER PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	2,500
JOHNNY EDWARD BASS PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	1,250
JULIE GRACE MUSSER PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	7,500
KARA BROOKE CHIPIWALT PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	5,000
Total ►				573,553
3a				

Form 990FP Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
KATHRINE TOPF PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	7,500
KENNETH CHISHOLM PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	7,500
KIANI L HUDGENS PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	1,250
KRISTINA RENEE SATCHELL PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	5,000
LINDSEY GREY JONES PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	2,500
LINDSEY VEST PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	5,000
LONDEKA NQOBILE MTHETHWA PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	7,500
LOUISA COUNTY AGRICULTURAL FAIR IN PO BOX 462 LOUISA, VA 23093	N/A	PC	GRANT AWARDED	400
LOUISA COUNTY RESOURCE COUNCIL PO BOX 462 LOUISA, VA 23093	NONE	PC	GRANT AWARD	8,500
MCKINZIE LYNN RINER PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	5,000
MEAGAN ELIZABETH CANNING PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	5,000
MEGAN RAE PARKER PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	500
MONAI GRACE CAREY PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	1,250
MOSS-NUCKOLS ELEMENTARY SCHOOL PO BOX 462 LOUISA, VA 23093	N/A	PC	PHASE ONE AUTISM PROJECT	7,700
NOAH JONES PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	500
Total ► 3a				573,553

Form 990FP Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
RAESHAR DOMINIQUE SHELTON PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	2,500
RANDY MICHAEL JACKSON PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	4,120
ROSEMARY CHRISTINE HARRIS PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	2,500
SAMANTHA NEALE ROBERTS PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	250
SETH PENLEY PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	2,500
SHADELLE GREGORY PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	5,000
SHAQUAN TIARA HOUCHENS PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	333
SHRINERS HOSPITALS FOR CHILDREN 950 WEST FARRIS RD GREENVILLE, SC 29605	N\A	PC	SUPPORT MEDICAL SERVICES FOR CHILDR	25,000
TANNER JOSEPH KELSON PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	7,500
TAYLOR NICOLE ROBERTS PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	250
TIANA L LEWIS PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	1,250
TIRINEY MICHELLE GROOMS PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	1,250
TRENT MCNEAL GROOMS PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	250
TYLER ELFORD PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	500
YULIA GRAY PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	5,000
Total ▶ 3a				573,553

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ZACHARY SCOTT CARTER PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	250
BRANDON WADE STANLEY PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	250
STANLEY HARKEY PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	500
STEVEN TYLER TOMPKINS PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	2,500
ASHLEY N WEBB PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	250
KARL WIMMER PO BOX 462 LOUISA, VA 23093	NONE	N\A	SCHOLARSHIP	5,000
Total ▶ 3a				573,553

TY 2016 Accounting Fees Schedule**Name:** WILLIAM A COOKE FOUNDATION**EIN:** 54-2012726

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FORM 990 PREPARATION	2,188			2,188

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

TY 2016 Gain/Loss from Sale of Other Assets Schedule

Name: WILLIAM A COOKE FOUNDATION

EIN: 54-2012726

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
228 EAST STREET		PURCHASE	2016-01					131	-131	
2324 DIGGSTOWN RD		PURCHASE	2016-05		150,000	111,243		14,901	23,856	
727 GLEN COVE DRIVE		PURCHASE	2016-02		2,321			1,833	488	
147 LAND-OR DRIVE		PURCHASE	2016-03		135,000	80,858		14,384	39,758	
568 WICKHAM RD		PURCHASE	2016-03		121,000	105,408		5,382	10,210	
748 EASTHAM RD		PURCHASE	2016-03		145,346	88,211		14,408	42,727	

TY 2016 Investments Corporate Stock Schedule**Name:** WILLIAM A COOKE FOUNDATION**EIN:** 54-2012726

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MARKETABLE SECURITIES - SEE ATTACHED	1,426,221	1,620,905

TY 2016 Land, Etc. Schedule

Name: WILLIAM A COOKE FOUNDATION

EIN: 54-2012726

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
	4,539,594	501,507	4,038,087	4,581,000

TY 2016 Other Assets Schedule

Name: WILLIAM A COOKE FOUNDATION

EIN: 54-2012726

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INCOME-WM A COOKE TRUST		27,523	27,523

TY 2016 Other Expenses Schedule**Name:** WILLIAM A COOKE FOUNDATION**EIN:** 54-2012726**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
WACF LLC				
ASSOCIATION DUES	103	103		
BOOKKEEPING	24,325	24,325		
INSURANCE	13,747	13,747		
REPAIRS	208,839	208,839		
UTILITIES	13,617	13,617		
LEGAL	1,050	1,050		
TAXES & LICENSES	32,043	32,043		
AUTO	89	89		
OFFICE CLEANING	11,733	11,733		

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE SUPPLIES	888	888		
MISC	1,238	1,238		
BAD DEBT	492	492		
INVESTMENT DEPRECIATION	102,137	102,137		
EXPENSES				
BOOKKEEPING	45,663	22,832		22,831
DUES & SUBSCRIPTIONS	1,084			1,084
INSURANCE	675			675
INVESTMENT EXPENSES	31,289	31,289		
INVESTMENT INCOME TAX	1,661	1,661		

Other Expenses Schedule				
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LICENSES AND TAXES	25	25		
OFFICE EXPENSE	894			894

TY 2016 Other Professional Fees Schedule**Name:** WILLIAM A COOKE FOUNDATION**EIN:** 54-2012726

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATOR	36,000			36,000

Schedule B (Form 990, 990-EZ, or 990-PF) <small>Department of the Treasury Internal Revenue Service</small>	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <u>www.irs.gov/form990</u>	OMB No 1545-0047 2016
	Name of the organization WILLIAM A COOKE FOUNDATION	Employer identification number 54-2012726

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

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

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

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

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

Name of organization WILLIAM A COOKE FOUNDATION	Employer identification number 54-2012726
---	---

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	WILLIAM A COOKE TRUST PO BOX 462 LOUISA, VA 23093	\$ 379,958	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Employer identification number

54-2012726

Part II	Noncash Property
---------	------------------

Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization WILLIAM A COOKE FOUNDATION	Employer identification number 54-2012726
---	---

Part III	Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____ Use duplicate copies of Part III if additional space is needed
-----------------	--

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	