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EXTENDED TO NOVEMBER 15, 2017

Form **990-PF****Return of Private Foundation**

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

Department of the Treasury
Internal Revenue ServiceDo not enter social security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2016

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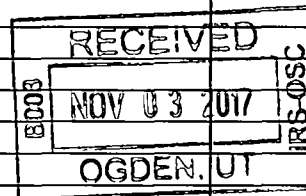
For calendar year 2016 or tax year beginning

, and ending

Name of foundation FOX FAMILY FOUNDATION, INC. C/O DAVID D. BEISCHER		A Employer identification number 56-1756144
Number and street (or P O box number if mail is not delivered to street address) 2451 CROASDAILE FARM PARKWAY	Room/suite 101	B Telephone number 919-383-5575
City or town, state or province, country, and ZIP or foreign postal code DURHAM, NC 27705		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 11,041,996.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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).)		(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		0.		N/A	
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		206,295.	206,295.		STATEMENT 1
5a Gross rents		<38,431.>	<38,431.>		STATEMENT 2
b Net rental income or (loss) <38,431.>					
6a Net gain or (loss) from sale of assets not on line 10		729,847.			
b Gross sales price for all assets on line 6a 3,386,911.					
7 Capital gain net income (from Part IV, line 2)			729,847.		
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)					
11 Other income		<3,098.>	606.		STATEMENT 3
12 Total Add lines 1 through 11		894,613.	898,317.		
13 Compensation of officers, directors, trustees, etc		60,000.	0.		6,000.
14 Other employee salaries and wages		7,000.	0.		700.
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		4,650.	4,185.		465.
c Other professional fees STMT 5		26,652.	26,652.		0.
17 Interest		1,415.	1,415.		0.
18 Taxes STMT 6		9,140.	8,627.		513.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		34,073.	33,803.		270.
24 Total operating and administrative expenses. Add lines 13 through 23		142,930.	74,682.		7,948.
25 Contributions, gifts, grants paid		454,525.			454,525.
26 Total expenses and disbursements Add lines 24 and 25		597,455.	74,682.		462,473.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		297,158.			
b Net investment income (if negative, enter -0-)			823,635.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		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	198,988.	268,675.	268,675.
	3 Accounts receivable 262,709.			
	Less: allowance for doubtful accounts	78,616.	262,709.	262,709.
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	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			
	b Investments - corporate stock STMT 8	8,091,552.	8,134,930.	10,510,612.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis			
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis				
Less: accumulated depreciation				
15 Other assets (describe)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	8,369,156.	8,666,314.	11,041,996.	
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			
	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 ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☒			
	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	8,369,156.	8,666,314.	
30 Total net assets or fund balances	8,369,156.	8,666,314.		
31 Total liabilities and net assets/fund balances	8,369,156.	8,666,314.		

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	8,369,156.
2 Enter amount from Part I, line 27a	2	297,158.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	8,666,314.
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	8,666,314.

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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			
b SEE ATTACHED STATEMENT			
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			
b			
c			
d			
e 3,386,911.		2,657,064.	729,847.

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			729,847.

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	729,847.
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). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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 the 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	428,211.	10,903,868.	.039271
2014	413,698.	10,780,858.	.038373
2013	417,318.	9,633,273.	.043320
2012	402,034.	8,449,838.	.047579
2011	407,324.	8,214,342.	.049587

2 Total of line 1, column (d)	2	.218130
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	.043626
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	10,473,769.
5 Multiply line 4 by line 3	5	456,929.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,236.
7 Add lines 5 and 6	7	465,165.
8 Enter qualifying distributions from Part XII, line 4	8	462,473.

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.

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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	16,473.
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	16,473.
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	16,473.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	9,146.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	16,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	25,146.	
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		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	8,673.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax ☐ 8,673. Refunded ☐	11	0.	

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. ☐ \$ 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.		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?		N/A
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) ☐ NC		
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

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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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► CATHERINE MCGHEE Telephone no. ► 919-383-5575 Located at ► 2451 CROASDALE FARM PARKWAY, SUITE 101, DURHAM, ZIP+4 ► 27705		
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 N/A		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
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	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 If "Yes," list the years ► , , , 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.) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► , , ,	2b	
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) N/A	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

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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)?

N/A

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?

N/A

☐ 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

X

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?

N/A

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.

(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 STATEMENT 9		60,000.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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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	10,582,016.
b	Average of monthly cash balances	1b	51,252.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	10,633,268.
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	10,633,268.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	159,499.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,473,769.
6	Minimum investment return Enter 5% of line 5	6	523,688.

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	523,688.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	16,473.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	16,473.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	507,215.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	507,215.
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	507,215.

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	462,473.
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	462,473.
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	5	0.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	462,473.

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.

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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				507,215.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			287,970.	
b Total for prior years:		0.		
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	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ 462,473.				
a Applied to 2015, but not more than line 2a			287,970.	
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				174,503.
e Remaining amount distributed out of corpus	0.			
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:	0.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
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 instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				332,712.
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	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
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				

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C/O DAVID D. BEISCHER

56-1756144

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

N/A

1 a 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 foundation 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		
2 a 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 foundation had \$5,000 or more in assets at any time during the year-see instructions.)

1 Information Regarding Foundation Managers:

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

SEE STATEMENT 10

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:

FOX FAMILY FOUNDATION, INC.

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C/O DAVID D. BEISCHER

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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				
CHARITABLE CONTRIBUTIONS MADE THROUGH INVESTMENT PORTFOLIOS		PUBLIC	VARIOUS	
VARIOUS			VARIOUS	25.
SEE ATTACHED LIST OF GRANTEEES - ATTACHMENT #2		PUBLIC	VARIOUS	
VARIOUS				454,500.
Total			3a	454,525.
b Approved for future payment				
SEE ATTACHED LIST OF GRANTEEES - ATTACHMENT #3		PUBLIC	VARIOUS	
VARIOUS				382,000.
Total			3b	382,000.

Form 990-PF (2016)

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	PORTFOLIO ADVISORS PRIVATE EQUITY FUND IV	P		12/31/16
b	PORTFOLIO ADVISORS PRIVATE EQUITY FUND IV	P		12/31/16
c	PORTFOLIO ADVISORS SECONDARY FUND II	P		12/31/16
d	PORTFOLIO ADVISORS SECONDARY FUND II	P		12/31/16
e	PLEXUS FUND II	P		12/31/16
f	SON ALTERNATIVE INVESTMENT FUND IV	P		12/31/16
g	TRUST COMPANY OF THE SOUTH - SEE ATTACHED	P		12/31/16
h	TRUST COMPANY OF THE SOUTH - SEE ATTACHED	P		12/31/16
i	PORTFOLIO ADVISORS SECONDARY FUND III	P		12/31/16
j	PORTFOLIO ADVISORS SECONDARY FUND III	P		12/31/16
k	CAPITAL GAINS DIVIDENDS			
l				
m				
n				
o				

(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		177.	<177.>
b	42,268.		42,268.
c	602.		602.
d	50,207.		50,207.
e	12,194.		12,194.
f		3,650.	<3,650.>
g	460,109.	428,455.	31,654.
h	2,738,968.	2,224,782.	514,186.
i	358.		358.
j	73.		73.
k	82,132.		82,132.
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<177.>
b			42,268.
c			602.
d			50,207.
e			12,194.
f			<3,650.>
g			31,654.
h			514,186.
i			358.
j			73.
k			82,132.
l			
m			
n			
o			

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	729,847.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CAPITAL GAIN					
DIVIDENDS - TRUST					
COMPANY OF THE	82,132.	82,132.	0.	0.	
DIVIDENDS - TRUST					
COMPANY OF THE					
SOUTH	188,584.	0.	188,584.	188,584.	
INTEREST - US					
GOV'T TRUST					
COMPANY OF THE	2,563.	0.	2,563.	2,563.	
PORTFOLIO ADVISORS					
PRIVATE EQUITY					
FUND IV	4,613.	0.	4,613.	4,613.	
PORTFOLIO ADVISORS					
SECONDARY FUND II	9,335.	0.	9,335.	9,335.	
PORTFOLIO ADVISORS					
SECONDARY FUND III	92.	0.	92.	92.	
SQL ALTERNATIVE					
INVESTMENT FUND					
IV, LP	1,108.	0.	1,108.	1,108.	
TO PART I, LINE 4	288,427.	82,132.	206,295.	206,295.	

FORM 990-PF	RENTAL INCOME	STATEMENT	2
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KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
PORTFOLIO ADVISORS PRIVATE EQUITY FUND IV	1	<28.>
PORTFOLIO ADVISORS SECONDARY FUND	2	<58.>
SQL ALTERNATIVE INVESTMENT FUND IV, LP	3	<38,345.>
TOTAL TO FORM 990-PF, PART I, LINE 5A		<38,431.>

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PORTFOLIO ADVISORS PRIVATE EQUITY FUND IV	28.	28.	
PORTFOLIO ADVISORS SECONDARY FUND	38.	38.	
PORTFOLIO ADVISORS PRIVATE EQUITY FUND IV	453.	422.	
PLEXUS FUND II	<18,623.>	<11,244.>	
PORTFOLIO ADVISORS SECONDARY FUND K-1	5,102.	1,391.	
PLEXUS FUND IV	<2,083.>	<2,083.>	
SQN ALTERNATIVE FUND IV	12,079.	12,079.	
PORTFOLIO ADVISORS SECONDARY FUND III K-1	<92.>	<25.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<3,098.>	606.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DIXON HUGHES GOODMAN, LLP	4,650.	4,185.		465.
TO FORM 990-PF, PG 1, LN 16B	4,650.	4,185.		465.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AGENCY FEES	26,652.	26,652.		0.
TO FORM 990-PF, PG 1, LN 16C	26,652.	26,652.		0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	5,126.	4,613.		513.
FOREIGN TAXES	4,014.	4,014.		0.
TO FORM 990-PF, PG 1, LN 18	9,140.	8,627.		513.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES & SUBSCRIPTIONS	2,075.	1,867.		208.
SUPPLIES	617.	555.		62.
OTHER DEDUCTIONS FROM PORTFOLIO ADVISORS PRIVATE EQUITY FUND IV	4,649.	4,649.		0.
OTHER DEDUCTIONS FROM PLEXUS II K-1	1,312.	1,312.		0.
OTHER DEDUCTIONS FROM PASF K-1	23,464.	23,464.		0.
OTHER DEDUCTIONS FROM PLEXUS IV K-1	226.	226.		0.
OTHER DEDUCTIONS FROM PASF III K-1	1,730.	1,730.		0.
TO FORM 990-PF, PG 1, LN 23	34,073.	33,803.		270.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
TRUST COMPANY OF THE SOUTH EQUITIES	5,128,150.	6,852,930.
TRUST COMPANY OF THE SOUTH FIXED INCOME	2,203,208.	2,161,394.
TRUST COMPANY OF THE SOUTH OTHER	803,572.	1,496,288.
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,134,930.	10,510,612.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 9
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
THOMAS BEISCHER 3525 PACIFIC AVENUE SAN FRANCISCO, CA 94118	VICE PRESIDENT 0.00	0.	0.	0.
J. DAVID ROSS 341 TENNEY CIRCLE CHAPEL HILL, NC 27514	PRESIDENT 0.00	0.	0.	0.
DAVID D. BEISCHER 2451 CROASDAILE FARM PKWY, STE 101 DURHAM, NC 27705	EXECUTIVE DIRECTOR 10.00	60,000.	0.	0.
BARKER FRENCH 1005 MONMOUTH AVE DURHAM, NC 27701	TREASURER 0.00	0.	0.	0.
G. RHODES CRAVER PO BOX 51579 DURHAM, NC 27717	SECRETARY 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		60,000.	0.	0.

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT 10
	PART XV, LINES 2A THROUGH 2D	

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

DAVID D. BEISCHER, EXECUTIVE DIRECTOR
2451 CROASDAILE FARM PARKWAY, STE 101
DURHAM, NC 27705

TELEPHONE NUMBER	NAME OF GRANT PROGRAM
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(919) 383-5575	N/A
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EMAIL ADDRESS

DBEISCHER@FOXFOUNDATION.ORG

FORM AND CONTENT OF APPLICATIONS

A COMPLETED GRANT APPLICATION FORM AND PROPOSAL SHOULD BE SUBMITTED

ANY SUBMISSION DEADLINES

SEPTEMBER 15

RESTRICTIONS AND LIMITATIONS ON AWARDS

NO GRANTS TO POLITICAL OR RELIGIOUS ORGANIZATIONS; POTENTIAL GRANTEEES MUST BE LOCATED IN DURHAM, ORANGE OR WAKE COUNTY, NORTH CAROLINA; NO GRANTS OR SCHOLARSHIPS WILL BE AWARDED TO INDIVIDUALS.

FORM 990-PF

OTHER REVENUE

STATEMENT 11

DESCRIPTION	BUS CODE	UNRELATED BUSINESS INC	EXCL CODE	EXCLUDED AMOUNT	RELATED OR EXEMPT FUNC- TION INCOME
PORTFOLIO ADVISORS	525990				
PRIVATE EQUITY FUND IV		31.	01	422.	
PLEXUS FUND II	525990	<7,379.>	01	<11,244.>	
PORTFOLIO ADVISORS	525990				
SECONDARY FUND K-1		3,711.	01	1,391.	
PLEXUS FUND IV	525990		01	<2,083.>	
SQN ALTERNATIVE FUND IV	525990		01	12,079.	
PORTFOLIO ADVISORS	525990				
SECONDARY FUND III K-1		<67.>	01	<25.>	
TOTAL TO FORM 990-PF, PG 12, LN 11		<3,704.>		540.	

2016 FOX FAMILY FOUNDATION GRANTEE LIST

<u>Organization</u>	<u>Purpose</u>	<u>Amount</u>
✓ 1. Achievement Academy of Durham 2614 Crest St. Durham, NC 27705	Operating Support	\$6,000 ✓
✓ 2. American Dance Festival Box 90772 Durham, NC 27708-0772	Financial Aid Fund	\$10,000 ✓
✓ 3. Arts NC State NCSU Campus Box 7306 Raleigh, NC 27695-7306	Capital Campaign	\$10,000 ✓
✓ 4. Artspace 201 E. Davie Street Raleigh, NC 27601	Operating Support	\$5,000 ✓
✓ 5. Augustine Literacy Project 200 Hayes Road Chapel Hill, NC 27517	Operating Support	\$5,000 ✓
✓ 6. Caring House 2625 Pickett Road Durham, NC 27705	Operating Support	\$11,000 ✓
✓ 7. The Carolina Theatre of Durham 309 W. Morgan Street Durham, NC 27701-2119	Ticket Subsidy for School Time Theatre Performances	\$10,000 ✓
✓ 8. Communities in Schools of Durham 3412 Westgate Drive, Suite 301 Durham, NC 27707	Operating Support	\$10,000 ✓
✓ 9. Dispute Settlement Center of Orange Co. 302 West Weaver Street Carrboro, NC 27510	Operating Support	\$15,000 ✓
✓ 10. Dress for Success 1058 W. Club Blvd, Suite 634 Durham, NC 27701	Operating Support	\$7,500 ✓

<u>Organization</u>	<u>Purpose</u>	<u>Amount</u>
✓ 11. Duke HomeCare and Hospice 4321 Medical Park Drive, Suite 101 Durham, NC 27704-2175	Operating Support	\$5,000 ✓
✓ 12. Duke University Pediatric Blood & Marrow Transplant Program DUMC Box 3350 1400 Morreene Road Durham, NC 27705	Operating Support for Family Support Program	\$15,000 ✓
✓ 13. Durham Academy 3601 Ridge Road Durham, NC 27705	Capital Campaign	\$35,000 ✓
✓ 14. Durham Arts Council 120 Morris Street Durham, NC 27701-3242	Financial Aid for Arts School	\$15,000 ✓
✓ 15. Durham Collaborative to End Family Homelessness Housing for New Hope 18 West Colony Place, Suite 250 Durham, NC 27705	Project Support	\$50,000 ✓
✓ 16. Durham Library Foundation P.O. Box 3809 Durham, NC 27702	Endowment Support	\$30,000 ✓
✓ 17. Durham Literacy Center P.O. Box 52209 Durham, NC 27717	Operating support	\$11,000 ✓
✓ 18. Durham Nativity School 1004 N. Mangum Street Durham, NC 27701	Operating Support	\$20,000 ✓
✓ 19. East Durham Children's Initiative 2101 Angier Ave Durham, NC 27703	Project Support for Parent Advocate	\$10,000 ✓
✓ 20. El Futuro 136 E. Chapel Hill Street Durham, NC 27701	Operating Support for Child and Family Mental Health Program	\$5,000 ✓

<u>Organization</u>	<u>Purpose</u>	<u>Amount</u>
✓ 21. Emily Krzyzewski Center 904 W. Chapel Hill Street Durham, NC 27701	Operating Support	\$10,000 ✓
✓ 22. Executive Service Corps P.O. Box 51152 Durham, NC 27717	Operating Support	\$6,000 ✓
✓ 23. Families Moving Forward 300 North Queen Street Durham, NC 27701	Operating Support	\$12,000 ✓
✓ 24. Hill Center 3200 Pickett Road Durham, NC 27705	Project Support	\$27,500 ✓
✓ 25. Housing for New Hope 18 West Colony Place, Suite 250 Durham, NC 27705	Operating support	\$5,000 ✓
✓ 26. Interfaith Council for Social Service 110 W. Main Street Carrboro, NC 27510	Operating Support	\$5,000 ✓
✓ 27. Meals on Wheels 2522 Ross Road Durham, NC 27703	Operating Support	\$6,000 ✓
✓ 28. Museum of Durham History Post Office Box 362 Durham, NC 27702	Operating Support	\$7,500 ✓
✓ 29. Museum of Life and Science 433 W. Murray Avenue Durham, NC 27704	Capital Campaign	\$10,000 ✓
✓ 30. Nasher Art Museum at Duke University Box 90732 Durham, NC 27708	Project Support for Community Outreach	\$5,000 ✓
✓ 31. North Carolina Veterinary Medical Foundation, Inc. 1060 William Moore Drive Raleigh, NC 27607	Project Support	\$10,000 ✓

<u>Organization</u>	<u>Purpose</u>	<u>Amount</u>
✓ 32. Senior PharmAssist 406 Rigsbee Avenue, Suite 201 Durham, NC 27701-2186	Operating Support	\$20,000 ✓
✓ 33. Student U 3116 Academy Road Durham, NC 27707	Operating Support	\$10,000 ✓
✓ 34. Threshold P.O. Box 11706 Durham, NC 27703	Operating Support	\$5,000 ✓
✓ 35. University of North Carolina Arts and Sciences Foundation 134 East Franklin Street Chapel Hill, NC 27514	Capital Campaign	\$15,000 ✓
✓ 36. Urban Ministries of Durham P.O. Box 249 Durham, NC 27702-0249	Operating Support	\$10,000 ✓
✓ 37. Voices Together 5007 Southpark Drive, Suite 230 Durham, NC 27713	Project Support for Education Project	\$5,000 ✓

TOTAL GRANTS MADE IN 2016

\$454,500

****All grantees are public charities.****

GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

<u>Recipient Name and Address</u>	<u>Recipient Relationship and Purpose of Grant</u>	<u>Recipient Status</u>	<u>Amount</u>
Caring House 2625 Pickett Road Durham, NC 27705	Various	Public	\$32,000
Durham Homeless Collaborative (Housing for New Hope) 18 West Colony Place, Suite 250 Durham, NC 27705	Various	Public	\$100,000
Durham Nativity School 1004 N. Mangum Street Durham, NC 27701	Various	Public	\$170,000
Hill Center 3200 Pickett Road Durham, NC 27705	Various	Public	\$80,000
Total to Form 990-PF, Part XV, Line 3B:			\$382,000