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Return of Private Foundation

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

OMB No 1545-0052

2016

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Department of the Treasury
Internal Revenue Service

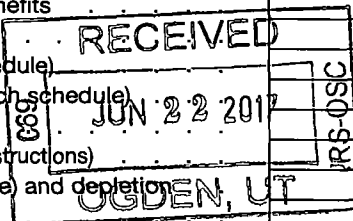
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For calendar year 2016 or tax year beginning February 1, 2016, and ending January 31, 2017

Name of foundation Williams Mullen Foundation		A Employer identification number 54-1700227
Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) 804-420-6000
PO Box 1320		C If exemption application is pending, check here ☐
City or town, state or province, country, and ZIP or foreign postal code Richmond, VA 23218-1320		D 1. Foreign organizations, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity		2. Foreign organizations meeting the 85% test, check here and attach computation ☐
☐ Final return ☐ Amended return		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
☐ Address change ☐ Name change		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation		
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 167,189	J Accounting method: ☒ Cash ☐ Accrual	
	☐ Other (specify) _____	
	(Part I, column (d) must be on cash basis.)	

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)	280,550			
	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				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	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				
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	280,550				
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	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)	442			
	24 Total operating and administrative expenses. Add lines 13 through 23	442			442
	25 Contributions, gifts, grants paid	269,719			269,719
26 Total expenses and disbursements. Add lines 24 and 25	270,161			270,161	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	10,389				
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)					

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P 20

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	156,800	167,189	167,189
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment: basis ▶			
Liabilities		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	156,800	167,189	167,189
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
Net Assets or Fund Balances	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)	-	-	
		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)			
	31	Total liabilities and net assets/fund balances (see instructions)	156,800	167,189	

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	156,800
2	Enter amount from Part I, line 27a	2	10,389
3	Other increases not included in line 2 (itemize) ▶	3	-
4	Add lines 1, 2, and 3	4	167,189
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	167,189

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				
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				
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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	
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.

(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			
2014			
2013			
2012			
2011			
2 Total of line 1, column (d)			2
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
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
8 Enter qualifying distributions from Part XII, line 4 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.			8

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		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2		
3	Add lines 1 and 2	3		
4	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		
6	Credits/Payments:			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7		
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		✓
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the 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>		✓
c Did the foundation file Form 1120-POL for this year?		✓
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ _____ (2) On foundation managers. ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		✓
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>		✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		✓
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?	✓	
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>	✓	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	✓	
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>		✓
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		✓

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	✓
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	✓
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►	13	✓
14 The books are in care of ► <u>Craig L. Rascoe</u> Telephone no. ► <u>804-420-6742</u> Located at ► <u>200 South 10th Street, Suite 1600, Richmond, VA</u> ZIP+4 ► <u>23219</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. and enter the amount of tax-exempt interest received or accrued during the year	15	
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	✓

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	
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? If "Yes," list the years ► 20____, 20____, 20____, 20____ ☐ Yes ☒ No		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	✓
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
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	✓
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	✓

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

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

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

✓

Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No**6b**

✓

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? ☐ Yes ☒ No**7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(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
John L. Walker III PO Box 1320, Richmond, VA 23218-1320	Pres & Director <4 hours	0	0	0
Calvin W. Fowler Jr PO Box 1320, Richmond, VA 23218-1320	VP & Director <4 hours	0	0	0
Craig L. Rascoe PO Box 1320, Richmond, VA 23218-1320	Treas & Director <4 hours	0	0	0

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

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

Total number of other employees paid over \$50,000 ☐ **NONE**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 Contributions to 501(c)3 organizations	
2 Student education grants	260,969
3	8,750
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	NONE

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	
b	Average of monthly cash balances	1b	116,707
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	116,707
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	116,707
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	1,751
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	114,956
6	Minimum investment return. Enter 5% of line 5	6	5,748

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	5,748
2a	Tax on investment income for 2016 from Part VI, line 5	2a	
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5,748
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	5,748
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	5,748

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	270,161
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	270,161
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	270,161

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				5,748
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016:				
a From 2011 344,150				
b From 2012 294,274				
c From 2013 286,765				
d From 2014 271,684				
e From 2015 283,859				
f Total of lines 3a through e 1,480,732				
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 270,161				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2016 distributable amount				5,748
e Remaining amount distributed out of corpus 264,413				
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 1,745,145				
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				
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) 344,150				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a 1,400,995				
10 Analysis of line 9:				
a Excess from 2012 294,274				
b Excess from 2013 286,765				
c Excess from 2014 271,684				
d Excess from 2015 283,859				
e Excess from 2016 264,413				

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 foundation 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 $\frac{2}{3}$ 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).)

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:

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:

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Form **990-PF** (2016)

Part XVI-A Analysis of Income-Producing Activities

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					
4	Dividends and interest from securities					
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory					
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)					
13	Total. Add line 12, columns (b), (d), and (e)					

(See worksheet in line 13 instructions to verify calculations.)

13 0

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

[illegible]

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		✓
	(2) Other assets	1a(2)		✓
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		✓
	(3) Rental of facilities, equipment, or other assets	1b(3)		✓
	(4) Reimbursement arrangements	1b(4)		✓
	(5) Loans or loan guarantees	1b(5)		✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)		✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		✓
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[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

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

6/13/17
Date

Treasurer

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed

PTIN

Firm's name ▶

Firm's EIN ►

Firm's address ►

Phone no

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2016

Name of the organization

Williams Mullen Foundation

Employer identification number

54-1700227

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck 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 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 33 $\frac{1}{3}$ % 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. Don't 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 isn't covered by the General Rule and/or the Special Rules doesn't 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 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization Williams Mullen Foundation	Employer identification number 54-1700227
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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	M Keith Kapp 1615 Craig Street Raleigh, NC 27608	\$ 13,500	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
2	Thomas R Frantz 1016 Curlew Dr Virginia Beach, VA 23451	\$ 6,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
3	Robert B Ball 3807 Sulgrave Rd Richmond, VA 23221	\$ 5,600	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
4	Farhad Aghdami 6603 Three Chopt Road Richmond, VA 23226	\$ 5,500	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
5	Calvin W Fowler, Jr 1 Windsor Way Richmond, VA 23221	\$ 5,500	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
6	Philip H Goodpasture 3206 Seminary Ave Richmond, VA 23227	\$ 5,500	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization Williams Mullen Foundation (PART I CONTINUED)	Employer identification number 54-1700227
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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
7	John M Paris 410 49th St Virginia Beach, VA 23451	\$ 5,500	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
8	Lawrence R Siegel 1292 Southfield Pl Virginia Beach, VA 23452	\$ 5,500	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
9	William D Bayliss 7 Greenway Ln Richmond, VA 23226	\$ 5,300	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
10	Douglas M Nabhan 4303 Cary St Rd Richmond, VA 23221	\$ 5,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization Williams Mullen Foundation	Employer identification number 54-1700227
--	--

Part II **Noncash Property** (See instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-----	----- ----- -----	\$ -----	-----

Name of organization Williams Mullen Foundation	Employer identification number 54-1700227
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Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____

Use duplicate copies of Part III if additional space is needed.

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

WILLIAMS MULLEN FOUNDATION
EIN 54-1700227
FOR TAX YEAR 2/1/2016 through 1/31/2017
FORM 990-PF
SCHEDULE OF OTHER EXPENSES - Line 23

OPERATING & ADMINISTRATIVE EXPENSES:

Date	Num	Description	Memo	Category	Amount
4/18/2016	51433	State Corporation Commission	2016 Annual Registration Fee plus late fee	Reg Fees	\$35 00
5/25/2016	51449	Treasurer of Virginia	Filing	Reg Fees	\$200 00
6/22/2016	51462	Williams Mullen	Reimburse firm for Foundation checks	Administrative Expenses	\$207 40
					<u>\$442.40</u>

WILLIAMS MULLEN FOUNDATION
 EIN 54-1700227
 FOR TAX YEAR 21/2016 through 1/31/2017
 FORM 990-PF
 Schedule of Contributions, Gifts & Grants Paid - Part XV

CONTRIBUTIONS, GIFTS, GRANTS			Description		Address		Purpose		Amount	
Date	Num		Description		Address		Purpose		Amount	
8/16/2016	51482		Albemarle County Police Foundation		304 Post Office Road, Crozet, VA, 22932		2016 Contribution- V Long		1,000.00	
11/7/2016	51513		American Diabetes Association		2418 Blue Ridge Road, Suite 206, Raleigh, NC, 27607		Sponsorship Step Out- Kapp		500.00	
5/16/2016	51446		American Heart Association		Mid-Atlantic Affiliate - AR, PO Box 50045, Prescott, AZ, 86304-5045		Invoice 349765		4,300.00	
6/15/2016	51461		American Heart Association		Mid-Atlantic Affiliate - AR, PO Box 50045, Prescott, AZ, 86304-5045		Invoice 349765		4,300.00	
6/20/2016	51460		American Heart Association		Mid-Atlantic Affiliate - AR, PO Box 50045, Prescott, AZ, 86304-5045		Sponsorship 2016 Charlottesville Heart Ball - V Long		700.00	
12/8/2016	51517		American Heart Association		Mid-Atlantic Affiliate - AR, PO Box 50045, Prescott, AZ, 86304-5045		Sponsorship 2016 Richmond Heart Walk		2,500.00	
12/8/2016	51464		American Red Cross		420 East Cary Street, PO Box 655, Richmond, VA, 23218		Sponsorship 2016 Golf Classic		500.00	
12/8/2016	51516		Artsplosure		313 S Blount Street, Suite 200B, Raleigh, NC, 27601		Sponsorship 2017 First Night in Raleigh- Nusbaum		910.00	
3/8/2016	51414		BBBC/BFKS		Attn: Bowl for Kids Sake, 1855 E Dublin-Granville Road, 1st Fl, Columbus, OH, 43228-3516		Sponsorship Bowl for Kids' Sake in Honor of Dana Smoot		250.00	
11/1/2016	51508		Ben's Chili Bowl Foundation		1213 U Street NW, Washington, DC, 20009		Contribution 2016 "FUNraiser" (Cashmere)		500.00	
7/26/2016	51473		Beth Shalom Village		6401 Auburn Drive, Virginia Beach, VA, 23464		Sponsorship Golf's Longest Day 2016		1,000.00	
9/27/2016	51496		Brain Injury Association of America		1032 Heatherwood Drive, Virginia Beach, VA, 23455-6675		Sponsorship 2016 Darden Dinner (Kroll)		1,000.00	
9/27/2016	51496		Brain Injury Association of Virginia(Alternate)		1506 Willow Lawn Drive, Suite 212, Richmond, VA, 23230		BIAV 12th Annual Charity Golf Classic - Donlan		1,500.00	
4/10/2016	51430		Business Consortium For Arts		101 West Main Street, Suite 4500, Norfolk, VA, 23510		Annual Contribution - Smith		6,000.00	
2/18/2016	51409		Cape Henry Collegiate School		1320 Mill Dam Road, Virginia Beach, VA, 23454		Sponsorship Grand Auction Gala - Walker		2,500.00	
12/15/2016	51527		Capital City Clauses		Capitol City Clauses, P O Box 6458, Raleigh, NC, 27628		Sponsorship Jingle Ball 2016 - Whitsett & Lawson		500.00	
2/4/2016	51406		CARITAS		P O Box 25790, Richmond, VA, 23260-5790		Contribution - Hock		2,500.00	
6/9/2016	51452		CARITAS		P O Box 25790, Richmond, VA, 23260-5790		Contribution - Hock		2,500.00	
11/1/2016	51499		CARITAS		P O Box 25790, Richmond, VA, 23260-5790		Contribution - Fall 2016 (Hock)		2,500.00	
3/25/2016	51422		Chance For Life		727 N Washington Street, Alexandria, VA, 22314		Contribution		1,000.00	
9/22/2016	51494		Charles Barker Champions For Kids		4649 Virginia Beach Blvd, Virginia Beach, VA, 23462		Sponsorship Golf Tournament 10/11/16		750.00	
9/22/2016	51492		Chesapeake Bay Wine Foundation (CBWC)		P O Box 1175, Virginia Beach, VA, 23451		Sponsorship 2016 Chesapeake Bay Wine Classic		1,200.00	
11/3/2016	51511		Chesterfield Education Foundation		13900 Hull Street Road, Midlothian, VA, 23112		Sponsorship 2016 BRAVO Donor (Benos)		400.00	
6/9/2016	51455		Children's Hospital Foundation Senior Board		2924 Brook Road, Richmond, VA, 23220		Sponsorship Children Fore Children- May 14, 2016		1,925.00	
11/1/2016	51504		ChildSavers		200 North 22nd Street, Richmond, VA, 23223		Sponsorship 2016 Art Show- Garcia		1,400.00	
12/14/2016	51525		Collegiate School		103 N Mooreland Road, Richmond, VA, 23229		Contribution (Wingfield)		2,200.00	
11/2/2017	51539		Community Tax Law Project		PO Box 11322, Richmond, VA, 23230		Contribution (Wingfield)		1,000.00	
2/4/2016	51405		Cycle For Survival		Memorial Sloan Kettering Cancer Center, P O Box 27432, New York, NY, 10087-7432		TC Spin Squag Cox		500.00	
2/22/2016	51412		Ducks Unlimited		One Waterford Way, Memphis, TN, 38120		Sponsorship Annual Dinner 2 18 16		450.00	
4/27/2016	51442		For Kids		P O Box 6044, Norfolk, VA, 23508		Sponsorship 2016 Art Auction - H Gordon		4,500.00	
1/6/2017	51535		Free Enterprise Foundation		PO Box 12406, Raleigh, NC, 27602		Contribution- 2016 (Neely)		1,000.00	
11/1/2016	51501		Friends Of Richmond Little League		P O Box 18331, Richmond, VA, 23226		Contribution - L Bugh		500.00	
6/22/2016	51468		Friends Of Richmond Little League		GMU Foundation, George Mason University, 4400 University Drive, MSN 4C1, Fairfax, VA, 22030-4444		Off the Wall Building Creative Futures at GMU		820.00	
3/11/2016	51417		GMU Foundation		Greater Raleigh Chamber Of Commerce, P O Box 2978, Raleigh, NC, 27602-2978		Pledge-2 of 5 Greater Raleigh Chamber of Commerce (Rie		2,500.00	
12/13/2016	51521		Greater Raleigh Chamber Of Commerce		901 E Byrd St, Suite 801, Richmond, VA, 23219-4070		Pledge Pmt 3 of 3 - Gottschalk		10,000.00	
12/30/2016	51533		Greater Richmond Partnership Inc		103 E Grace Street, Richmond, VA, 23219		Sponsorship SCAN Blue & White Ball - Edwards		500.00	
11/1/2016	51507		Greater Richmond SCAN		Hampden-Sydney College(Holiday Party), PO BOX 637, Hampden-Sydney College, VA, 23943		Sponsorship 2016 Founder's Holiday Gala		2,000.00	
9/22/2016	51493		Hampden-Sydney College(Holiday Party)		PO BOX 637, Hampden-Sydney College, VA, 23943		Annual contribution- Seifres		5,000.00	
2/18/2016	51411		Hampden Roads Economic Development Alliance		500 E Main St, Suite 1300, Norfolk, VA, 23510		Sponsorship Annual Golf Tournament - Siegal		500.00	
6/9/2016	51451		Hebrew Academy Of Tidewater		500 Corporate Woods Drive, Suite 180, Virginia Beach, VA, 23462		Beyond the Boulevard-Mactavish Ave Level (Domson, Bile		800.00	
8/16/2016	51483		Historic Richmond		4 East Main Street, Suite 1C, Richmond, VA, 23505		Firestarter Level Road & Toast - Burton		1,000.00	
3/30/2016	51427		Honzons Hampton Roads		7336 Granby St, Norfolk, VA, 23505		Sponsorship JDRF Gala 2017 (Fowler)		2,000.00	
12/30/2016	51532		JDRF Central Virginia Chapter		1801 Libbie Avenue, Suite 106, Richmond, VA, 23226		19th Annual Jewish Community Golf & Tennis Classic- Bis		600.00	
6/22/2016	51469		Jewish Community Golf And Tennis Classic		c/o Weinstein JCC, 5403 Monument Avenue, Richmond, VA, 23228		DCENN Scholarship - Gabrielle E Costantino ID # 6740820		1,250.00	
8/8/2016	51475		John Tyler Community College		13101 Jefferson Davis Highway, Chester, NA, 23831		DCENN Scholarship - Gabrielle E Costantino ID # 6740820		1,250.00	
11/1/2016	51510		John Tyler Community College		13101 Jefferson Davis Highway, Chester, NA, 23831		Sponsorship 2016 Business Hall of Fame Event - Kemp		2,500.00	
3/25/2016	51421		Junior Achievement Of Central Virginia		7217 W Broad St, Richmond, VA, 23294		Webb		4,000.00	
5/9/2016	51447		Junior Achievement Of Eastern North Carolina		4904 Waters Edge Dr, Suite 155, Raleigh, NC, 27606		Sponsorships Hampton Rds Business Hall of Fame - Frant		2,500.00	
3/30/2016	51426		Junior Achievement Of Greater Hampton Roads		160 Newtown Road, Suite 102, Virginia Beach, VA, 23462		JDRF One Walk Virginia Beach 2016 (Paris)		1,000.00	
8/22/2016	51484		Juvenile Diabetes Research Foundation		291 Independence Blvd, Suite 517, Virginia Beach, VA, 23462		Contribution- Award Dinner (Bayless)		1,000.00	
11/1/2016	51500		Keep America Beautiful		1010 Washington Blvd, Stamford, CT, 6901		Contribution Class of 2017 Legislative Day (Donlan)		1,000.00	
12/13/2016	51522		Leadership Center For Excellence		4420 N Fairfax Drive, Suite 102, Arlington, VA, 22203		Sponsorship Vines and Stems - Stone		540.00	
3/30/2016	51428		Learning Together, Inc		568 E Lenox Street, Ste 204, Raleigh, NC, 27601		Sponsorship Light the Night Walk		1,500.00	
6/22/2016	51465		Leukemia And Lymphoma Society		5540 Falmouth Street, Suite 101, Richmond, VA, 23230		Sponsorship Spring Awards Luncheon - Mercer		500.00	
3/25/2016	51424		LINC		P O Box 11566, Richmond, VA, 23230		Contribution (Dallas)		1,000.00	
12/30/2016	51529		Little Keswick School LLC		PO Box 24, Keswick, VA, 22947		DCENN Scholarship- Amanda Nicole Holmes - # L003762		1,250.00	
8/9/2016	51478		Longwood University		201 High Street, Farmville, VA, 23909		2016 Tap! Craft Beer Festival Sponsorship - Kenrick		1,000.00	
9/6/2016	51489		Maison Fortune Orphanage Foundation		P O Box 3092, Chesapeake, VA, 23323		Contribution to 2017 Make-A-Wish		1,500.00	
11/1/2016	51503		Make-A-Wish Eastern North Carolina		2880 Slater Road, Suite 105, Morrisville, NC, 27560		Sponsorship March for Babies - E Jackson		822.00	
1/6/2017	51537		March Of Dimes(Central Va Div)		4191 Innslake Drive, Suite 201, Glen Allen, VA, 23060		Sponsorship Vintage Maymet - Domson		3,500.00	
8/22/2016	51486		Martha Jefferson Hospital Foundation		500 Martha Jefferson Drive, Charlottesville, VA, 22911		Contribution Biley		1,000.00	
4/27/2016	51435		Maymont Foundation		1700 Hampton St, Richmond, VA, 23220		Sponsorship 16 Scholar-Athlete Awards- Teams of Year (f		3,600.00	
6/9/2016	51458		Menokin Foundation		P O Box 1221, Warsaw, VA, 22572		Sponsorship Dinner of Champions (Bishop)		4,520.00	
11/1/2016	51506		Metro Richmond Sports Backers		100 Avenue of Champions, Suite 300, Richmond, VA, 23230		2015 Sponsorship - Burton		10,000.00	
11/1/2016	51505		National Multiple Sclerosis Society		4200 Innslake Drive, Suite 301, Glen Allen, VA, 23060					
6/22/2016	51470		Neptune Festival		265 Kings Grant Road, Suite 102, Virginia Beach, VA, 23452					

CONTRIBUTIONS, GIFTS, GRANTS				Description		Address		Purpose		Amount
Date	Num									
11/21/2016	51515	Neptune Festival		Neptune Festival, 265 Kings Grant Road, Suite 102, Virginia Beach, VA, 23452		2016 Sponsorship - Burton		2016 Sponsorship - Burton		10,000.00
12/13/2016	51516	Norfolk Friends Of Foster Care		Norfolk Friends Of Foster Care, 999 Waterside Drive, Suite 2300, Norfolk, VA, 23510		Contribution Norfolk Friends of Foster Care (Bryant)		Contribution Norfolk Friends of Foster Care (Bryant)		5,000.00
2/18/2016	51408	Norfolk Law Library		Norfolk Law Library, 999 Waterside Drive, Suite 1300, Norfolk, VA, 23510		Annual Sponsorship		Annual Sponsorship		500.00
1/12/2017	51538	North Carolina State Bar Foundation		North Carolina State Bar Foundation, P O Box 25908, Raleigh, NC, 27611		Capital Campaign Pledge prnt 5 of 5 - Kapp		Capital Campaign Pledge prnt 5 of 5 - Kapp		20,000.00
3/30/2016	51429	NOVA Of Virginia Aquatics, Inc		NOVA Of Virginia Aquatics, Inc, 12207 Gayton Road, Richmond, VA, 23238		Contribution		Contribution		1,000.00
2/18/2016	51410	Oconeechee Council, BSA		Oconeechee Council, BSA, 3231 Atlantic Avenue, Raleigh, NC, 27604		Sponsorship Friends of Scouting Breakfast		Sponsorship Friends of Scouting Breakfast		2,500.00
6/9/2016	51457	Old Dominion University Education Foundation		Old Dominion University Education Foundation, College of Health Sciences, ODU, 2114 Health Sciences Building		Contribution- P Devine		Contribution- P Devine		1,000.00
8/22/2016	51487	Opportunity Inc Of Hampton Roads		Opportunity Inc Of Hampton Roads, 999 Waterside Drive, Suite 314, Norfolk, VA, 23510		2016 Meeting of HR Workforce Development Board (Nusb		2016 Meeting of HR Workforce Development Board (Nusb		800.00
3/18/2016	51418	Portsmouth Museums Foundation		Portsmouth Museums Foundation, 521 Middle Street, Portsmouth, VA, 23704		Bunny Hop - Piersall		Bunny Hop - Piersall		1,000.00
11/1/2016	51502	Raleigh Hall Of Fame		Raleigh Hall Of Fame, P O Box 6128, Raleigh, NC, 27628-6128		Sponsorship 2016 Table Sponsor (Rogers)		Sponsorship 2016 Table Sponsor (Rogers)		700.00
6/22/2016	51466	Richmond Area Bicycling Association		Richmond Area Bicycling Association, RABA Treasurer, P O Box 6565, Ashland, VA, 23005		Sponsorship RABA Bikes for Kids (Ball)		Sponsorship RABA Bikes for Kids (Ball)		250.00
3/8/2016	51413	Richmond Symphony		Richmond Symphony, 612 East Grace St, Suite 401, Richmond, VA, 23219		Guest Artist Masterworks Concert 4 2 16		Guest Artist Masterworks Concert 4 2 16		2,000.00
3/25/2016	51420	Salvation Army Of Central VA		Salvation Army Of Central VA, 2 West Grace Street, Richmond, VA, 23220		In honor of Chuck James Board Service - C James		In honor of Chuck James Board Service - C James		1,000.00
1/6/2017	51534	Stop Hunger Now(c/b)		Stop Hunger Now(c/b), P O Box 6927, Richmond, VA, 23231		2017 Contribution - Johnson		2017 Contribution - Johnson		500.00
6/9/2016	51454	T3 Honu, Inc		T3 Honu, Inc, 6551 Loisdale Court, Suite 400, Springfield, VA, 22150		Kulik Sponsorship		Kulik Sponsorship		1,000.00
4/27/2016	51439	The American Civil War Museum		The American Civil War Museum, 490 Tredegar St, Richmond, VA, 23219		Sponsorship Loose Cannons Event Lloyd		Sponsorship Loose Cannons Event Lloyd		1,000.00
4/27/2016	51437	The First Tee of Richmond & Chesterfield		The First Tee of Richmond & Chesterfield, 7501 Boulders View Dr, Suite 120, Richmond, VA, 23225		1st Tee's National Par 3 Championship - Pace		1st Tee's National Par 3 Championship - Pace		834.00
3/25/2016	51425	The Junior Board Of Children's Hospital Foundation		The Junior Board Of Children's Hospital Foundation, 5305 Ditchley Road, Richmond, VA, 23226		Sponsorship Foundation Ball		Sponsorship Foundation Ball		300.00
4/27/2016	51436	The Richmond Forum		The Richmond Forum, 6968 Forest Hill Avenue, Richmond, VA, 23225		2016-2017 Sponsorship - Aghdani		2016-2017 Sponsorship - Aghdani		6,495.00
12/14/2016	51524	The Shenandoah National Park Trust		The Shenandoah National Park Trust, 414 E Market Street, Suite D, Charlottesville, VA, 22902		Sponsorship 2016 Wildlife Proof Storage Lockers (Dallas)		Sponsorship 2016 Wildlife Proof Storage Lockers (Dallas)		2,500.00
3/23/2016	51419	The Virginia Home		The Virginia Home, 1101 Hampton Street, Richmond, VA, 23220		Sponsorship Stories of Courage & Grace 2016 - Meath		Sponsorship Stories of Courage & Grace 2016 - Meath		2,500.00
8/15/2016	51479	Tidewater Community College		Tidewater Community College, Financial Aid, 1700 College Crescent, Virginia Beach, VA, 23453		DCENN Scholarship - Kelly Mallard ID # 6511861 Fall '16		DCENN Scholarship - Kelly Mallard ID # 6511861 Fall '16		1,250.00
11/14/2016	51514	Tidewater Community College		Tidewater Community College, Financial Aid, 1700 College Crescent, Virginia Beach, VA, 23453		DCENN Scholarship - Kelly Mallard ID # 6511861 Spring 1		DCENN Scholarship - Kelly Mallard ID # 6511861 Spring 1		1,250.00
2/18/2016	51523	UNC School Of Law		UNC School Of Law, CB#3380, Van Hecke-Wettach Hall, Chapel Hill, NC, 27599-3380		Sponsorship UNC Banking Institute		Sponsorship UNC Banking Institute		500.00
12/13/2016	51503	United Arts Council Of Raleigh And Wake County		United Arts Council Of Raleigh And Wake County, 410 Glenwood Ave, Suite 170, Raleigh, NC, 27603		Sponsorship Guess Who's Coming to Dinner (Lawson)		Sponsorship Guess Who's Coming to Dinner (Lawson)		2,200.00
9/6/2016	51488	United Way- Thomas Jefferson Area		United Way- Thomas Jefferson Area, 808 East High Street, Charlottesville, VA, 22902		Contribution - C Stanton		Contribution - C Stanton		700.00
4/27/2016	51441	Urban League Of Hampton Roads, Inc		Urban League Of Hampton Roads, Inc, P O Box 2176, Norfolk, VA, 23501-2176		Sponsorship 26th Annual Event - Kelly		Sponsorship 26th Annual Event - Kelly		2,500.00
4/10/2016	51432	Urban Ministries Of Wake County		Urban Ministries Of Wake County, 1390 Capital Blvd, Raleigh, NC, 27603		Sponsorship Garden Gala Event- K Hunt		Sponsorship Garden Gala Event- K Hunt		400.00
8/16/2016	51480	VA Business Higher Education Council		VA Business Higher Education Council, 1108 East Main St, Suite 1100, Richmond, VA, 23219		Contribution to Grow by Degrees campaign- Frantz		Contribution to Grow by Degrees campaign- Frantz		2,500.00
8/16/2016	51481	VA Business Higher Education Council		VA Business Higher Education Council, 1108 East Main St, Suite 1100, Richmond, VA, 23219		Cont to Regional Econ Strategies (2/3 yearly installment-F		Cont to Regional Econ Strategies (2/3 yearly installment-F		10,000.00
11/1/2016	51497	Valentine History Museum		Valentine History Museum, 1015 East Clay Street, Richmond, VA, 23219		Sponsorship Richmond History Maker's - Meath		Sponsorship Richmond History Maker's - Meath		2,200.00
6/9/2016	51450	Vaneley- The Children's Charity Of New York		Vaneley- The Children's Charity Of New York, 55 Broad Street, 18th Floor, New York, NY, 10004		You Gotta Have Heart Reception - Hook		You Gotta Have Heart Reception - Hook		2,500.00
8/22/2016	51485	VCU Massey Cancer Center		VCU Massey Cancer Center, 1901 Channel View Terrace, Chester, VA, 23831		Sponsorship Highlands-Massey Classic 2016 - Bayliss		Sponsorship Highlands-Massey Classic 2016 - Bayliss		1,760.00
5/5/2016	51444	Venture Richmond		Venture Richmond, 200 South Third Street, Richmond, VA, 23219		Contribution 2016 - F Aghdani		Contribution 2016 - F Aghdani		2,500.00
3/6/2016	51416	Virginia Symphony Orchestra		Virginia Symphony Orchestra, 222 Central park Avenue, Suite 1700, Virginia Beach, VA, 23462		The JoAnn Falletta 25th Anniversary Gala - Frantz		The JoAnn Falletta 25th Anniversary Gala - Frantz		2,000.00
9/6/2016	51490	Virginia Aquarium Foundation		Virginia Aquarium Foundation, 717 General Booth Blvd, Virginia Beach, VA, 23451		Sponsorship Commotion in the Ocean - Frantz & Williams		Sponsorship Commotion in the Ocean - Frantz & Williams		2,500.00
3/25/2016	51423	Virginia Bar Association Foundation		Virginia Bar Association Foundation, 701 East Franklin St, Suite 1120, Richmond, VA, 23219		Past Presidents Sponsorship Program - Walker		Past Presidents Sponsorship Program - Walker		2,000.00
12/30/2016	51530	Virginia Bio		Virginia Bio, 800 East Leigh Street, Suite 14, Richmond, VA, 23219		Donation (Frantz)		Donation (Frantz)		1,500.00
7/20/2016	51472	Virginia Community Capital		Virginia Community Capital, 100 W Franklin St, Suite 301, Richmond, VA, 23220		2016 Gold Regional Event Sponsorship		2016 Gold Regional Event Sponsorship		500.00
7/15/2016	51471	Virginia Early Childhood Foundation		Virginia Early Childhood Foundation, 1703 N Parham Road, Suite 110, Richmond, VA, 23229		Signature Sponsorship- 3rd Annual Executive Briefing		Signature Sponsorship- 3rd Annual Executive Briefing		2,360.00
5/13/2016	51448	Virginia Foundation For Independent Colleges		Virginia Foundation For Independent Colleges, 8010 Ridge Road, Suite B, Richmond, VA, 23229		Contribution to VFIC -Cabeil and Fowler		Contribution to VFIC -Cabeil and Fowler		2,500.00
6/22/2016	51463	Virginia Gentlemen Foundation		Virginia Gentlemen Foundation, 2420 Atlantic Ave, Suite 201, Virginia Beach, VA, 23451		Sponsorship JT's Camp Grom- 2016		Sponsorship JT's Camp Grom- 2016		5,000.00
12/14/2016	51526	Virginia Historical Society		Virginia Historical Society, P O Box 7311, Richmond, VA, 23221		Annual Contribution James Madison Council Level (Cabel		Annual Contribution James Madison Council Level (Cabel		5,000.00
1/24/2017	51540	Virginia Law Foundation		Virginia Law Foundation, 105 Whitewood Road, Charlottesville, VA, 22901		Sponsorship 2017 VLF Dinner (Rigsby)		Sponsorship 2017 VLF Dinner (Rigsby)		1,050.00
9/26/2016	51495	Virginia Museum Of Fine Arts		Virginia Museum Of Fine Arts, 2800 Grove Ave, Richmond, VA, 23221		Membership - Aghdani		Membership - Aghdani		2,350.00
6/9/2016	51456	Virginia Public Safety Foundation		Virginia Public Safety Foundation, 2201 West Main Street, Richmond, VA, 23220		Contribution- James		Contribution- James		750.00
11/3/2016	51512	Washington Architectural Foundation		Washington Architectural Foundation, Sinclair Erdwen, District Architecture Center, 421 7th Street NW, Washin		Contribution CANstruction 2016 (German)		Contribution CANstruction 2016 (German)		250.00
5/6/2016	51445	World Pediatric Project		World Pediatric Project, 7201 Glen Forest Drive, Suite 304, Richmond, VA, 23226		Sponsorship 2016 Treasures in Paradise - Bishop		Sponsorship 2016 Treasures in Paradise - Bishop		1,380.00
11/7/2016	51509	World Pediatric Project		World Pediatric Project, 7201 Glen Forest Drive, Suite 304, Richmond, VA, 23226		Sponsorship 2016 Treasures in Paradise (Goodpasture)		Sponsorship 2016 Treasures in Paradise (Goodpasture)		2,233.00
6/9/2016	51453	YMCA of Greater Richmond		YMCA of Greater Richmond, 2 West Franklin Street, Richmond, VA, 23220		Donation - Beth Hunkale Noland		Donation - Beth Hunkale Noland		1,000.00
4/21/2016	51438	YWCA Lower Cape Fear		YWCA Lower Cape Fear, 2815 South College Road, Wilmington, NC, 28412		Sponsorship YWCA Women of Achievement Event -Handle		Sponsorship YWCA Women of Achievement Event -Handle		500.00
4/10/2016	51431	Miller Oil Foundation		Miller Oil Foundation, 1000 East City Hall Avenue, Norfolk, VA, 23504		Premium Sponsor- Miller's Annual Golf Tournament		Premium Sponsor- Miller's Annual Golf Tournament		1,845.00
4/10/2016	51434	Ronald McDonald House Charities of Richmond		Ronald McDonald House Charities of Richmond, 2330 Monument Avenue, Richmond, VA, 23220		Sponsorship RMHC Red Shoe BBQ 2016		Sponsorship RMHC Red Shoe BBQ 2016		125.00
8/8/2016	51477	Treasurer of Virginia Tech		VA Tech Office of the University Bursar, 800 Washington St SW, Blacksburg, VA 24061		DCENN Scholarship - Allison Pollock ID # 905796978 Fall		DCENN Scholarship - Allison Pollock ID # 905796978 Fall		1,250.00
11/1/2016	51498	Monarch Charities		Monarch Charities, 1435 Crossways Blvd, Chesapeake, VA 23320		Sponsorship 15th Annual Golf Tournament (Kelly)		Sponsorship 15th Annual Golf Tournament (Kelly)		2,500.00
12/20/2016	51528	Treasurer of Virginia Tech		VA Tech Office of the University Bursar, 800 Washington St SW, Blacksburg, VA 24061		DCENN Scholarship - Allison Pollock ID # 905796978 Spr		DCENN Scholarship - Allison Pollock ID # 905796978 Spr		1,250.00
1/6/2017	51536	Middle School Renaissance 2020		NextUP RVA, 7501 Boulders View Drive, Suite 110, Richmond, VA, 23225		Contribution NextUp RVA - Fowler		Contribution NextUp RVA - Fowler		5,000.00
										269,719.00