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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016, or tax year beginning 07-01-2016 , and ending 06-30-2017

Name of foundation
ADAMS FAMILY FOUNDATION

A Employer identification number
27-4239765

Number and street (or P O box number if mail is not delivered to street address)
303 S LOUDOUN STREET

Room/suite

B Telephone number (see instructions)
(540) 667-2424

City or town, state or province, country, and ZIP or foreign postal code
WINCHESTER, VA 22601

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 957,921

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

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	506	6		
	4	Dividends and interest from securities	8,483	8,483		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	2,763			
	b	Gross sales price for all assets on line 6a 43,307				
	7	Capital gain net income (from Part IV, line 2)		2,763		
	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)	16,806	16,806		
	12	**Total.** Add lines 1 through 11	28,558	28,058		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	3,099	1,549		1,550
	c	Other professional fees (attach schedule)	4,343	4,343		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	448	0		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	483	483		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	8,373	6,375		1,550
	25	Contributions, gifts, grants paid	28,320			28,320
	26	**Total expenses and disbursements.** Add lines 24 and 25	36,693	6,375		29,870
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-8,135			
	b	**Net investment income** (if negative, enter -0-)		21,683		
	c	**Adjusted net income**(if negative, enter -0-)				

		Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	**(b)** Book Value	**(c)** Fair Market Value
Assets	1	Cash—non-interest-bearing	25,439	19,739	19,739
	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) ▶ 672,252 Less allowance for doubtful accounts ▶ 0	672,252	672,252	672,252
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	11,011	10,537	10,537
	b	Investments—corporate stock (attach schedule)	239,170	255,043	255,041
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	800	352	352
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	948,672	957,923	957,921
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)	1,843	1,843	
	23	**Total liabilities**(add lines 17 through 22)	1,843	1,843	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶** ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	946,829	956,080	
	30	**Total net assets or fund balances** (see instructions)	946,829	956,080	
	31	**Total liabilities and net assets/fund balances** (see instructions)	948,672	957,923	

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	946,829
2	Enter amount from Part I, line 27a	2	-8,135
3	Other increases not included in line 2 (itemize) ▶	3	17,386
4	Add lines 1, 2, and 3	4	956,080
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	956,080

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

	(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	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	2,763
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	49,350	938,106	0 052606
2014	22,712	959,437	0 023672
2013	12,069	954,710	0 012642
2012	22,207	188,919	0 117548
2011	21,431	82,038	0 261233

2	**Total** of line 1, column (d)	2	0 467701
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 093540
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	941,356
5	Multiply line 4 by line 3	5	88,054
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	217
7	Add lines 5 and 6	7	88,271
8	Enter qualifying distributions from Part XII, line 4 ,	8	29,870

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter __________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			**1**	434
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**	434
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**	434
6	Credits/Payments				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	**6a**	352		
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**	352
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**	82
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			**10**	
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶	**Refunded** ▶		**11**	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	**1a**		**No**
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	**1b**		**No**
	*If the answer is "Yes" to **1a** or **1b,** attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	**1c**		**No**
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	**2**		**No**
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	**3**		**No**
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	**4a**		**No**
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	**4b**		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	**5**		**No**
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	**6**		**No**
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	**7**	**Yes**	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶VA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	**8b**		**No**
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	**9**		**No**
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	**10**		**No**

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	**11**		**No**
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	**12**		**No**
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	**13**		**No**

Website address ▶N/A

14 The books are in care of ▶RICHARD BELL Telephone no ▶(540) 667-2424

Located at ▶303 S LOUDOUN STREET WINCHESTER VA ZIP+4 ▶22601

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ **15**

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	**16**		**No**
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(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)?	**1b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	**1c**		**No**
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ **Yes** ☑ **No** If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
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**		**No**
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	**4b**		**No**

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ **Yes** ☑ **No**

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ **Yes** ☑ **No**

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ **Yes** ☑ **No**

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions) ☐ **Yes** ☑ **No**

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ **Yes** ☑ **No**

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ **Yes** ☐ **No**

If "Yes," attach the statement required by Regulations section 53 4945–5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** **No**

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ **Yes** ☑ **No**

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation (**If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		

Total number of others receiving over $50,000 for professional services. . . . . ▶	0

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions **3**	
Total. Add lines 1 through 3 . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	**1a**	256,338
b	Average of monthly cash balances.	**1b**	27,101
c	Fair market value of all other assets (see instructions).	**1c**	672,252
d	**Total** (add lines 1a, b, and c).	**1d**	955,691
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**	955,691
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	**4**	14,335
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	**5**	941,356
6	**Minimum investment return.** Enter 5% of line 5.	**6**	47,068

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6.	**1**	47,068
2a	Tax on investment income for 2016 from Part VI, line 5. **2a** 434		
b	Income tax for 2016 (This does not include the tax from Part VI). **2b**		
c	Add lines 2a and 2b.	**2c**	434
3	Distributable amount before adjustments Subtract line 2c from line 1.	**3**	46,634
4	Recoveries of amounts treated as qualifying distributions.	**4**	0
5	Add lines 3 and 4.	**5**	46,634
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**	46,634

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**	29,870
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**	29,870
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**	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	**6**	29,870

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					46,634
2 Undistributed income, if any, as of the end of 2016					
a Enter amount for 2015 only.				28,318	
b Total for prior years 20____ , 20____ , 20____			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 ▶ $ 29,870					
a Applied to 2015, but not more than line 2a				28,318	
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.					1,552
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:**					
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 instructions				0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017					45,082
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)		0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . .		0			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a		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. . . .					

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

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

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

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

a The name, address, and telephone number or email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				28,320
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		**(e)** Related or exempt function income (See instructions)
1 Program service revenue	**(a)** Business code	**(b)** Amount	**(c)** Exclusion code	**(d)** Amount	
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	506	
4 Dividends and interest from securities. . . .			14	8,483	
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.			14	16,806	
8 Gain or (loss) from sales of assets other than inventory			18	2,763	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue **a**					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		28,558	0

13 **Total.** Add line 12, columns (b), (d), and (e). **13** 28,558

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501 (c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	**1a(1)**		**No**
	(2) Other assets.	**1a(2)**		**No**
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		**No**
	(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		**No**
	(3) Rental of facilities, equipment, or other assets.	**1b(3)**		**No**
	(4) Reimbursement arrangements.	**1b(4)**		**No**
	(5) Loans or loan guarantees.	**1b(5)**		**No**
	(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		**No**
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		**No**

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee	Date	Title	
******	2017-12-12	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
RUSHABH SHAH				P01461404

Firm's name ▶ STONE AND SHAH CPAS

Firm's EIN ▶46-4407643

Firm's address ▶ 14102 SULLYFIELD CIRCLESTE 100
CHANTILLY, VA 20151

Phone no (703) 773-9000

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
PFIZER INCORPORATED, 200 SHARES	P	2015-11-03	2017-11-18
KONINKLIJKE PHILIPS, 0 867 SHARES	P	2013-12-04	2016-07-14
BRITISH AMERN TOB PLC, 6 SHARES	P	2013-12-04	2016-10-07
DUKE ENERGY CORP,14 SHARES	P	2013-12-04	2016-10-07
LAS VEGAS SANDS CORP,9 SHARES	P	2013-12-04	2016-10-07
SINGAPORE,56 SHARES	P	2013-12-04	2016-10-07
CHEVRON CORPORATION,7 SHARES	P	2013-12-04	2016-12-02
COCA-COLA COMPANY,33 SHARES	P	2015-06-19	2016-12-02
INTEL CORP,17 SHARES	P	2015-09-01	2016-12-20
JOHNSON & JOHNSON,16 SHARES	P	2013-12-04	2016-12-20

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
6,412		6,961	-549
22		30	-8
727		630	97
1,077		981	96
527		664	-137
1,611		1,650	-39
792		856	-64
1,331		1,338	-7
628		475	153
1,848		1,501	347

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-549
			-8
			97
			96
			-137
			-39
			-64
			-7
			153
			347

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
MICROSOFT CORP,31 SHARES	P	2013-12-04	2016-12-20
RECKITT BENCKISER PLC,42 SHARES	P	2013-12-04	2016-12-02
SUNCOR ENERGY INC,46 SHARES	P	2015-06-19	2016-12-02
UNILEVER N V,31 SHARES	P	2013-12-04	2016-12-02
SKY PLC,35 SHARES	P	2016-10-07	2017-03-10
CHEVRON CORPORATION,11 SHARES	P	2013-12-04	2017-03-10
LYONDELLBASELL INDUSTRIES,9 SHARES	P	2014-07-29	2017-03-10
PHILIP MORRIS 6 SHARES	P	2013-12-04	2017-03-10
TOTAL S A SPONS ADR,18 SHARES	P	2013-12-04	2017-03-10
TOYOTA MTR CORP,9 SHARES	P	2014-07-29	2017-03-10

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
1,975		1,205	770
699		650	49
1,479		1,268	211
1,220		1,198	22
1,689		1,555	134
1,210		1,345	-135
805		978	-173
662		512	150
907		1,057	-150
1,013		1,090	-77

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			770
			49
			211
			22
			134
			-135
			-173
			150
			-150
			-77

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
ING GROEP N V,2 SHARES	P	2017-04-05	2017-04-17
AXA-ADR,1 SHARE	P	2016-12-02	2017-04-17
CVS HEALTH,1 SHARE	P	2016-12-02	2017-04-17
COCA-COAL EUROPEAN,1 SHARE	P	2016-08-05	2017-04-17
JAPAN TOBACCO INC,3 SHARES	P	2017-03-10	2017-04-17
NTT DOCOMO INC,1 SHARE	P	2016-05-23	2017-04-17
PENTAIR PLC,1 SHARE	P	2017-03-10	2017-04-17
WOLSELEY PLC JERSEY,6 SHARES	P	2016-05-20	2017-04-17
BASF SE SPONSORED ADR,1 SHARE	P	2013-12-04	2017-04-17
BK NOVA SCOTIA HALIFAX,1 SHARE	P	2013-12-04	2017-04-17

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
30		30	0
25		23	2
79		77	2
38		37	1
51		49	2
24		24	0
63		60	3
37		35	2
97		103	-6
58		60	-2

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			0
			2
			2
			1
			2
			0
			3
			2
			-6
			-2

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
BEMIS CO INC,18 SHARES	P	2015-09-01	2017-04-05
BEMIS CO INC,18 SHARES	P	2015-09-01	2017-04-06
CISCO SYSTEMS INC,2 SHARES	P	2014-02-27	2017-04-17
COCA-COAL EUROPEAN,1 SHARE	P	2015-06-19	2017-04-17
COMPASS CRP PLC,3 SHARES	P	2015-02-23	2017-04-17
DIAGEO PLC,1 SHARE	P	2013-12-04	2017-04-17
DEUTSCHE BOERSE AG-UNSPO,10 SHARES	P	2013-12-04	2017-04-17
EXXON MOBIL CORP,2 SHARES	P	2014-07-29	2017-04-17
ROCHE HOLDINGS LTD ADR,2 SHARES	P	2013-12-04	2017-04-17
INTEL CORP,1 SHARE	P	2015-09-01	2017-04-17

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
870		755	115
866		755	111
65		44	21
43		41	2
59		54	5
116		126	-10
90		75	15
163		208	-45
64		68	-4
35		28	7

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			115
			111
			21
			2
			5
			-10
			15
			-45
			-4
			7

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
JOHNSON & JOHNSON,5 SHARES	P	2013-12-04	2017-04-05
JOHNSON & JOHNSON,17 SHARES	P	2014-05-05	2017-04-05
LVMH MOET HENNESSY,2 SHARES	P	2014-02-28	2017-04-17
LAS BEGAS SANDS CORP,1 SHARE	P	2013-12-04	2017-04-17
LOCKHEED MARTIN CORP,1 SHARE	P	2013-12-04	2017-04-17
LYONDELLBASELL INDUSTRIES,1 SHARE	P	2014-07-29	2017-04-17
JPMORGAN CHASE & CO, 16 SHARES	P	2015-09-01	2017-04-05
JPMORGAN CHASE & CO, 1 SHARE	P	2015-09-01	2017-04-17
NESTLE S A REG ADR,1 SHARE	P	2013-12-04	2017-04-17
NEXTERA ENERGY INC,1 SHARE	P	2015-04-16	2017-04-17

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
626		469	157
2,128		1,688	440
88		74	14
57		74	-17
269		137	132
85		109	-24
1,398		991	407
85		62	23
76		71	5
131		104	27

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			157
			440
			14
			-17
			132
			-24
			407
			23
			5
			27

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
NOVARTIS AG,2 SHARES	P	2013-12-04	2017-04-17
PFIZER INCORPORATED,4 SHARES	P	2013-12-04	2017-04-17
KONINKLIJKE PHILIPS,18 SHARES	P	2013-12-04	2017-04-05
KONINKLIJKE PHILIPS,1 SHARE	P	2013-12-04	2017-04-17
PROCTER & GAMBLE CO,1 SHARE	P	2015-06-19	2017-04-17
PRUDENTIAL PLC,4 SHARE	P	2013-12-04	2017-04-17
RECKITT BENCKISER ADR,2 SHARES	P	2013-12-04	2017-04-17
ROYAL DUTCH SHELL PLC,1 SHARE	P	2013-12-04	2017-04-17
TELENOR ASA-ADS,3 SHARES	P	2013-12-04	2017-04-17
TORONTO DOMINION BK,2 SHARES	P	2015-02-20	2017-04-17

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
147		156	-9
136		125	11
573		627	-54
32		35	-3
90		81	9
168		165	3
38		31	7
53		66	-13
49		69	-20
99		86	13

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-9
			11
			-54
			-3
			9
			3
			7
			-13
			-20
			13

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
TOTAL S A SPONS ADR,11 SHARES	P	2013-12-04	2017-04-05
TOYOTA MTR CORP,16 SHARES	P	2014-07-29	2017-04-05
UNILEVER N V,1 SHARES	P	2013-12-04	2017-04-17
COMPASS CRP PLC,0 5 SHARE	P	2017-06-27	2017-06-27
CISCO SYSTEMS INC,51 SHARES	P	2014-02-27	2017-06-30
LVMH MOET HENNESSY,14 SHARES	P	2014-02-28	2017-06-30
KONINKLIJKE PHILIPS, 20 SHARES	P	2013-12-04	2017-06-30
BRITISH AMERN TOB PLC, 4 SHARES	P	2013-12-04	2016-08-05
JOHNSON & JOHNSON,6 SHARES	P	2013-12-04	2016-08-05
NESTLE S A REG ADR,11 SHARE	P	2013-12-04	2016-08-05

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
564		646	-82
1,705		1,938	-233
51		39	12
11			11
1,603		1,119	484
703		521	182
713		697	16
505		420	85
744		563	181
873		785	88

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-82
			-233
			12
			11
			484
			182
			16
			85
			181
			88

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
ELLEN ADAMS 421 LAKE DRIVE AMISSVILLE, VA 20106	PRESIDENT 1 00	0	0	0
RICHARD BELL 119 PEYTON STREET WINCHESTER, VA 22601	EXECUTIVE VICE PRESIDENT 5 00	0	0	0
GARTH ADAMS RR1 PO BOX 58Z AUGUSTA, WV 26704	VICE PRESIDENT 1 00	0	0	0
REBECCA LEITH BOYD 329 SURREY CLUB LANE STEPHENS CITY, VA 22655	SECRETARY 1 00	0	0	0
SARAH BELL 119 PEYTON STREET WINCHESTER, VA 22601	TREASURER 1 00	0	0	0

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
BLUE RIDGE AREA FOOD BANK PO BOX 937 VERONA, VA 24482	NONE	PUBLIC CHARITY	GENERAL FUND	500
BURGENDY FARM COUNTRY DAY SCHOOL 3700 BURGUNDY ROAD ALEXANDRIA, VA 22303	NONE	PUBLIC CHARITY	GENERAL FUND	1,000
LITERACY VOLUNTEERS 301 NORTH CAMERON STREET WINCHESTER, VA 22601	NONE	PUBLIC CHARITY	GENERAL FUND	1,665
THE LAUREL CENTER 525 SOUTH BRADDOCK STREET WINCHESTER, VA 22601	NONE	PUBLIC CHARITY	CAPITAL NEW CONSTRUCTION	3,330
UNITARIAN UNIVERSALIST CHURCH OF THE BLUE RIDGE PO BOX 312 WASHINGTON, VA 22747	NONE	CHURCH	GENERAL FUND	2,000
Total . . . . ▶ **3a**				28,320

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
WINCHESTER PUBLIC SCHOOLS 12 N WASHINGTON STREET WINCHESTER, VA 22601	NONE	PUBLIC SCHOOL	GENERAL FUND	15,000
THE CHILD CARE & LEARNING CENTER 12763 LEE HIGHWAY WASHINGTON, DC 22747	NONE	PRIVATE SCHOOL	GENERAL FUND	1,330
THE RIVER HOUSE PO BOX 240 CAPON BRIDGE, WV 26711	NONE	PUBLIC CHARITY	GENERAL FUND	1,830
KIDS CLUB OF NORTHERN SHENANDO 2400 ROOSEVELT BLVD WINCHESTER, VA 22601	NONE	PUBLIC CHARITY	GENERAL FUND	1,665
Total . . . . ▶ **3a**				28,320

TY 2016 Accounting Fees Schedule

Name: ADAMS FAMILY FOUNDATION

EIN: 27-4239765

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	3,099	1,549		1,550

TY 2016 Explanation of Non-Filing with Attorney General Statement

Name: ADAMS FAMILY FOUNDATION

EIN: 27-4239765

Statement:

NO REQUIREMENT IN VIRGINIA TO FILE 990-PF IF THERE IS NO UNRELATED BUSINESS INCOME.

TY 2016 Investments Corporate Stock Schedule

Name: ADAMS FAMILY FOUNDATION
EIN: 27-4239765

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EMERSON ELECTRIC CO	14,905	14,905
EXXON MOBIL CORP	8,154	8,154
INCOME FUND OF AMERICA FUND A	11,090	11,090
BASF	4,011	4,011
BK NOVA SCOTIA HALIFAX	2,706	2,706
BRITISH AMERN TOB PLC	3,701	3,701
CHEVRON CORPORATION	1,669	1,669
CISCO	3,693	3,693
DEUTSCHE BOERSE AG	1,783	1,783
DIAGEO PLC	1,917	1,917
DOMINION RES. INC VA	2,069	2,069
DUKE ENERGY CORP	2,675	2,675
GLAXOSMITHKLINE PLC-ADR	2,673	2,673
KONINKLIJKE PHILIPS	2,726	2,726
LAS VEGAS SANDS CORP	2,875	2,875
LOCKHEED MARTIN CORP	3,609	3,609
LVMH MOET HENNESSY	3,867	3,867
MERKE & CO.	3,589	3,589
MICROSOFT	4,274	4,274
NESTLE S A REG	5,406	5,406
NOVARTIS AG	4,674	4,674
PHILIP MORRIS	4,698	4,698
PRUDENTIAL PLC	2,807	2,807
PUBLIC SVC ENTERPRISE	1,849	1,849
RECKITT BENCKISER PLC	2,318	2,318
ROCHE HOLDINGS LTD	4,420	4,420
ROYAL DUTCH SHELL	2,394	2,394
SANOFI ADR	2,443	2,443
SIEMEN A G ADR	5,947	5,947
TELENOR ASA- ADS	1,452	1,452

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TELSTRA CORP	2,131	2,131
TOTAL S.A. SPONS. ADR	1,984	1,984
UNILEVER N V	2,653	2,653
CAPITAL INCOME BLDR IN SHS	29,269	29,267
COCA COLA COMPANY	1,794	1,794
COMPASS GRP PLC	4,015	4,015
EXXON MOBIL CORP	5,005	5,005
LYONDELLBASELL INDUS.	1,772	1,772
NEXTERA ENERGY INC	3,363	3,363
PROCTER & GAMBLE CO	12,201	12,201
SUNCOR ENERGY INC NEW	1,489	1,489
TORONTO DOMINION BANK	3,476	3,476
NORFOLK SOUTHERN CORP	12,170	12,170
AT&T	4,867	4,867
INTEL	3,441	3,441
JP MORGAN CHASE	2,651	2,651
NTT DOCOMO INC ADR	2,199	2,199
PFIZER INC	5,039	5,039
AMGEN INC	2,239	2,239
AXA-ADR	3,583	3,583
COCA-COLA EUROPEAN	2,725	2,725
CVS HEALTH	2,977	2,977
ELI LILLY & CO	2,304	2,304
ING GROEP N V	2,782	2,782
JAOAN TOBACCO	3,110	3,110
PENTAIR PLC	1,930	1,930
QUALCOMM INC	1,933	1,933
TE CONNECTIVITY LTD	1,888	1,888
TENARIS S A	1,837	1,837
TRANSCANADA CORP	1,907	1,907

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VEOLIA ENVIRONNEMENT SPONSORED	2,398	2,398
WOLBELEY PLC JERSEY	3,517	3,517

TY 2016 Investments Government Obligations Schedule

Name: ADAMS FAMILY FOUNDATION

EIN: 27-4239765

US Government Securities - End of Year Book Value:	0
US Government Securities - End of Year Fair Market Value:	0
State & Local Government Securities - End of Year Book Value:	10,537
State & Local Government Securities - End of Year Fair Market Value:	10,537

TY 2016 Other Assets Schedule

Name: ADAMS FAMILY FOUNDATION

EIN: 27-4239765

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ESTIMATED EXCISE TAX PAID	800	352	352

TY 2016 Other Expenses Schedule

Name: ADAMS FAMILY FOUNDATION

EIN: 27-4239765

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WH	483	483		0

TY 2016 Other Income Schedule

Name: ADAMS FAMILY FOUNDATION

EIN: 27-4239765

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
INTEREST ON $672,252 (NOTE FROM AFLP,LLC)	16,806	16,806	16,806

TY 2016 Other Increases Schedule

Name: ADAMS FAMILY FOUNDATION

EIN: 27-4239765

Description	Amount
UNREALIZED GAIN ON INVESTMENT	17,386

TY 2016 Other Liabilities Schedule

Name: ADAMS FAMILY FOUNDATION

EIN: 27-4239765

Description	Beginning of Year - Book Value	End of Year - Book Value
DUE TO AFLP, LLC	1,843	1,843

TY 2016 Other Professional Fees Schedule

Name: ADAMS FAMILY FOUNDATION

EIN: 27-4239765

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADVISORY FEES	4,343	4,343		0

TY 2016 Taxes Schedule

Name: ADAMS FAMILY FOUNDATION

EIN: 27-4239765

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX PAID FYE JUNE 2016	448	0		0