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

2017

Open to Public Inspection

For calendar year 2017, or tax year beginning 01-01-2017 , and ending 12-31-2017

Name of foundation
FOSTER FOUNDATION INC

A Employer identification number
20-0295545

Number and street (or P O box number if mail is not delivered to street address) PO BOX 14624
Room/suite

B Telephone number (see instructions)
(804) 222-2333

City or town, state or province, country, and ZIP or foreign postal code
RICHMOND, VA 23221

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 ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), 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)*▶$ 5,020,598

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	7,974	7,974		
	4	Dividends and interest from securities	109,067	109,067		
	5a	Gross rents	2	2		
	b	Net rental income or (loss) 2				
	6a	Net gain or (loss) from sale of assets not on line 10	253,783			
	b	Gross sales price for all assets on line 6a 2,242,591				
	7	Capital gain net income (from Part IV, line 2)		253,783		
	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)	2,636	2,636		
	12	**Total.** Add lines 1 through 11	373,462	373,462		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages	5,000	2,500		2,500
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	4,695	2,348		2,347
	c	Other professional fees (attach schedule)	25,508	25,508		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	1,470	333		234
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	135	69		66
	24	**Total operating and administrative expenses.** Add lines 13 through 23	36,808	30,758		5,147
	25	Contributions, gifts, grants paid	718,624			718,624
	26	**Total expenses and disbursements.** Add lines 24 and 25	755,432	30,758		723,771
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-381,970			
	b	**Net investment income** (if negative, enter -0-)		342,704		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing	5,688	85,880	85,880
2	Savings and temporary cash investments	262,900	297,787	297,787
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)	125,874	94,098	95,257
b	Investments—corporate stock (attach schedule)	2,466,849	2,031,466	2,356,492
c	Investments—corporate bonds (attach schedule)	102,450	78,319	78,957
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	1,931,276	1,925,517	2,106,225
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)	4,895,037	4,513,067	5,020,598
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities**(add lines 17 through 22)	0	0	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
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	4,895,037	4,513,067	
30	**Total net assets or fund balances** (see instructions)	4,895,037	4,513,067	
31	**Total liabilities and net assets/fund balances** (see instructions)	4,895,037	4,513,067	

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	4,895,037
2	Enter amount from Part I, line 27a	2	-381,970
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	4,513,067
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	4,513,067

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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a 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	253,783
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))
2016	489,159	5,001,627	0 097800
2015	421,071	5,530,399	0 076138
2014	427,089	6,304,481	0 067744
2013	746,080	6,201,565	0 120305
2012	539,240	3,160,642	0 170611

2 Total of line 1, column (d)	2	0 532598
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 106520
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	5,064,565
5 Multiply line 4 by line 3	5	539,477
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,427
7 Add lines 5 and 6	7	542,904
8 Enter qualifying distributions from Part XII, line 4	8	723,771

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	3,427
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	3,427
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	3,427
6	Credits/Payments			
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a 1,600		
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 0		
7	Total credits and payments Add lines 6a through 6d.		7	4,600
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	1
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	1,172
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶ 1,172	**Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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	Yes	
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) ▶ NC			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (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)

		Line	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		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	Yes	

Website address ▶N/A

14 The books are in care of ▶YOUNT HYDE BARBOUR PC Telephone no ▶(804) 553-1900

Located at ▶9954 MAYLAND DRIVE SUITE 2300 RICHMOND VA ZIP+4 ▶23233

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

		Line	Yes	No
16	At any time during calendar year 2017, 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

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)? . . . **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 2017?. . . **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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?. . . ☐ 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 2017 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 2017).* . . . **3b**

		Line	Yes	No
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 2017?	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
LOUISE L FOSTER 1633 LINTON COURT HIGH POINT, NC 27262	PRES/TREAS/DIRECTOR 2 00	0	0	0
GILBERT L GATES 300 NORTH MAIN STREET HIGH POINT, NC 27260	DIRECTOR 1 00	0	0	0

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over $50,000. . . . . ▶				0

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	5,087,285
b	Average of monthly cash balances.		1b	54,405
c	Fair market value of all other assets (see instructions).		1c	0
d	**Total** (add lines 1a, b, and c).		1d	5,141,690
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	5,141,690
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).		4	77,125
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	5,064,565
6	**Minimum investment return.** Enter 5% of line 5.		6	253,228

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	253,228
2a	Tax on investment income for 2017 from Part VI, line 5.	2a 3,427		
b	Income tax for 2017 (This does not include the tax from Part VI).	2b		
c	Add lines 2a and 2b.		2c	3,427
3	Distributable amount before adjustments Subtract line 2c from line 1.		3	249,801
4	Recoveries of amounts treated as qualifying distributions.		4	0
5	Add lines 3 and 4.		5	249,801
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	249,801

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	723,771
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	723,771
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	3,427
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	720,344

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				249,801
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 20____ , 20____ , 20____		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012. 495,644				
b From 2013. 444,260				
c From 2014. 125,212				
d From 2015. 146,427				
e From 2016. 240,664				
f **Total** of lines 3a through e.	1,452,207			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 723,771				
a Applied to 2016, but not more than line 2a			0	
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 2017 distributable amount.				249,801
e Remaining amount distributed out of corpus	473,970			
5 Excess distributions carryover applied to 2017	0			0
(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	1,926,177			
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 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				0
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 2012 not applied on line 5 or line 7 (see instructions) . . .	495,644			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	1,430,533			
10 Analysis of line 9				
a Excess from 2013. . . . 444,260				
b Excess from 2014. . . . 125,212				
c Excess from 2015. . . . 146,427				
d Excess from 2016. . . . 240,664				
e Excess from 2017. . . . 473,970				

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 2017, 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			
	(a) 2017	**(b)** 2016	**(c)** 2015	**(d)** 2014	**(e) Total**
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**				718,624
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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	7,974	
4 Dividends and interest from securities			14	109,067	
5 Net rental income or (loss) from real estate					
a Debt-financed property			16	2	
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	2,636	
8 Gain or (loss) from sales of assets other than inventory			18	253,783	
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		373,462	0

13 Total. Add line 12, columns (b), (d), and (e) **13** 373,462

(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

******	2018-11-13	******
Signature of officer or trustee	Date	Title

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
ALEXANDER D ECCARD CPA		2018-11-13		P00424965
Firm's name ▶ YOUNT HYDE & BARBOUR PC				Firm's EIN ▶54-1149263
Firm's address ▶ 9954 MAYLAND DRIVE SUITE 2300 RICHMOND, VA 23233				Phone no (804) 553-1900

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)
0164 SHS BRIGHTHOUSE FINL INC	P	2016-01-01	2017-08-10
0049 SHS BRIGHTHOUSE FINL INC	P	2016-01-01	2017-08-10
0164 SHS BRIGHTHOUSE FINL INC	P	2016-01-01	2017-08-10
0123 SHS BRIGHTHOUSE FINL INC	P	2016-01-01	2017-08-10
0410 SHS BRIGHTHOUSE FINL INC	P	2016-01-01	2017-08-10
1708 SHS DOWDUPONT INC	P	2016-01-01	2017-09-01
1053 SHS DOWDUPONT INC	P	2016-01-01	2017-09-01
22 SHS ESTEE LAUDER COMPANY INC	P	2016-01-01	2017-02-17
4 SHS ESTEE LAUDER COMPANY INC	P	2016-01-01	2017-02-17
9 SHS ESTEE LAUDER COMPANY INC	P	2016-01-01	2017-02-17

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)
1		1	0
			0
1		1	0
1		1	0
3		2	1
11		7	4
7		5	2
1,859		1,672	187
338		304	34
760		681	79

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
			0
			0
			0
			1
			4
			2
			187
			34
			79

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)
5 SHS ESTEE LAUDER COMPANY INC	P	2016-01-01	2017-02-17
11 SHS ESTEE LAUDER COMPANY INC	P	2016-01-01	2017-02-17
54 SHS IMPERIAL BRANDS PLC ADR	P	2016-01-01	2017-09-22
6 SHS IMPERIAL BRANDS PLC ADR	P	2016-01-01	2017-09-22
16 SHS IMPERIAL BRANDS PLC ADR	P	2016-01-01	2017-09-22
22 SHS IMPERIAL BRANDS PLC ADR	P	2016-01-01	2017-09-22
67 SHS ITV PLC ADR	P	2016-01-01	2017-02-17
15 SHS ITV PLC ADR	P	2016-01-01	2017-02-17
4 SHS ITV PLC ADR	P	2016-01-01	2017-02-17
6 SHS ITV PLC ADR	P	2016-01-01	2017-02-17

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)
423		376	47
930		814	116
2,378		1,915	463
264		275	-11
704		727	-23
969		971	-2
1,717		1,339	378
384		456	-72
103		132	-29
154		190	-36

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	
			47
			116
			463
			-11
			-23
			-2
			378
			-72
			-29
			-36

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)
15 SHS ITV PLC ADR	P	2016-01-01	2017-02-17
12 SHS ITV PLC ADR	P	2016-01-01	2017-02-17
9 SHS ITV PLC ADR	P	2016-01-01	2017-02-17
11 SHS MOLSON COORS BREWING CL B	P	2016-01-01	2017-09-22
10 SHS MOLSON COORS BREWING CL B	P	2016-01-01	2017-09-22
11 SHS MOLSON COORS BREWING CL B	P	2016-01-01	2017-09-22
6 SHS MOLSON COORS BREWING CL B	P	2016-01-01	2017-09-22
20 SHS SEMPRA ENERGY	P	2016-01-01	2017-04-24
22 SHS VF CORP	P	2016-01-01	2017-04-24
40 SHS VF CORP	P	2016-01-01	2017-04-24

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)
384		475	-91
308		366	-58
231		283	-52
910		715	195
827		653	174
910		721	189
496		394	102
2,262		1,633	629
1,237		949	288
2,249		2,470	-221

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	
			-91
			-58
			-52
			195
			174
			189
			102
			629
			288
			-221

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)
34 SHS VALERO ENERGY CORP	P	2016-01-01	2017-09-22
11000 SHS AMERN EXPR 2 375	P	2016-01-01	2017-03-24
12000 SHS BHP BILLITON 1 625	P	2016-01-01	2017-02-24
11000 SHS FNMA NOTE 5 375	P	2016-01-01	2017-06-12
13000 SHS FNMA NOTE 1 125	P	2016-01-01	2017-04-24
7000 UST NOTE 4 25	P	2016-01-01	2017-11-15
575 126 SHS BRANDES INTL S/C EQUITY-I	P	2016-01-01	2017-02-24
171 779 SHS CAMBIAR INTL EQUITY FUND-INS	P	2016-01-01	2017-02-24
403 633 SHS CAMBIAR SMALL CAP-INS	P	2016-01-01	2017-02-24
338 164 SHS DFA L/C INTERNATIONAL PORTF	P	2016-01-01	2017-02-24

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)
2,519		1,271	1,248
11,000		11,566	-566
12,000		12,297	-297
11,000		13,139	-2,139
13,000		13,124	-124
7,000		8,150	-1,150
8,000		7,743	257
4,200		4,121	79
8,000		7,713	287
7,000		7,251	-251

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	
			1,248
			-566
			-297
			-2,139
			-124
			-1,150
			257
			79
			287
			-251

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)
409 556 SHS EATON VANCE-ATLANTA SMID-I	P	2016-01-01	2017-02-24
130 SHS ISHARES BARCLAYS MBS BOND ETF	P	2016-01-01	2017-02-28
150 SHS ISHARES DJ SELECT DIVIDEND ETF	P	2016-01-01	2017-02-28
225 SHS ISHARES IBOXX INV GRD CORP BOND ETF	P	2016-01-01	2017-02-28
250 SHS ISHARES RUSSELL 1000 GROWTH ETF	P	2016-01-01	2017-02-28
300 SHS ISHARES RUSSELL 1000 VALUE ETF	P	2016-01-01	2017-02-28
86 356 SHS OPPENHEIMER DEVELOPING MKT-I	P	2016-01-01	2017-02-24
264 813 SHS T RWE QM US S/C GR EQ	P	2016-01-01	2017-02-24
211 715 SHS VAN ECK EMERGING MARKETS-I	P	2016-01-01	2017-02-24
183 828 SHS BLACKSTONE ALT MULTI-STRAT-I	P	2016-01-01	2017-04-27

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)
12,000		8,748	3,252
13,859		14,195	-336
13,710		11,457	2,253
26,576		26,806	-230
28,079		23,301	4,778
34,901		30,634	4,267
3,000		2,886	114
8,000		5,339	2,661
3,000		3,146	-146
1,967		1,836	131

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	
			3,252
			-336
			2,253
			-230
			4,778
			4,267
			114
			2,661
			-146
			131

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)
86 877 SHS BRANDES INTL S/C EQUITY-I	P	2016-01-01	2017-04-27
157 123 SHS CAMBIAR INTL EQUITY FUND-INS	P	2016-01-01	2017-04-27
29 892 SHS CAMBIAR SMALL CAP-INS	P	2016-01-01	2017-04-27
295 549 SHS DFA L/C INTERNATIONAL PORTF	P	2016-01-01	2017-04-27
333 311 SHS DOUBLELINE TOTL RET BND-I	P	2016-01-01	2017-04-27
59 858 SHS EATON VANCE-ATLANTA SMID-I	P	2016-01-01	2017-04-27
186 179 SHS GOTHAM NEUTRAL FUND-INS	P	2016-01-01	2017-04-27
51 112 SHS OPPENHEIMER DEVELOPING MKT-I	P	2016-01-01	2017-04-27
18 957 SHS T RWE QM US S/C GR EQ	P	2016-01-01	2017-04-27
120 887 SHS VAN ECK EMERGING MARKETS-I	P	2016-01-01	2017-04-27

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)
1,228		1,170	58
3,997		3,770	227
581		571	10
6,354		6,337	17
3,566		3,721	-155
1,777		1,279	498
1,934		2,035	-101
1,864		1,708	156
590		382	208
1,854		1,796	58

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	
			58
			227
			10
			17
			-155
			498
			-101
			156
			208
			58

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)
178 672 SHS WF ABSOLUTE RETURN FUND-INS	P	2016-01-01	2017-04-27
19 SHS ISHARES BARCLAYS MBS BOND ETF	P	2016-01-01	2017-05-01
37 SHS ISHARES CORE U S AGGREGATE BO	P	2016-01-01	2017-05-01
50 SHS ISHARES DJ SELECT DIVIDEND ETF	P	2016-01-01	2017-05-01
36 SHS ISHARES IBOXX INV GRD CORP BOND ETF	P	2016-01-01	2017-05-01
67 SHS ISHARES RUSSELL 1000 GROWTH ETF	P	2016-01-01	2017-05-01
65 SHS ISHARES RUSSELL 1000 VALUE ETF	P	2016-01-01	2017-05-01
46 SHS ISHARES U S TREASURY BOND ETF	P	2016-01-01	2017-05-01
92 678 SHS BLACKSTONE ALT MULTI-STRAT-I	P	2016-01-01	2017-06-15
69 832 SHS BRANDES INTL S/C EQUITY-I	P	2016-01-01	2017-06-15

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)
1,951		1,966	-15
2,025		2,075	-50
4,024		4,055	-31
4,634		3,819	815
4,265		4,289	-24
7,784		6,245	1,539
7,542		6,637	905
1,155		1,183	-28
1,000		926	74
1,000		940	60

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	
			-15
			-50
			-31
			815
			-24
			1,539
			905
			-28
			74
			60

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)
76 161 SHS CAMBIAR INTL EQUITY FUND-INS	P	2016-01-01	2017-06-15
1916 64 SHS CAMBIAR SMALL CAP-INS	P	2016-01-01	2017-06-15
3249 765 SHS DOUBLELINE TOTL RET BND-I	P	2016-01-01	2017-06-15
98 328 SHS GOTHAM NEUTRAL FUND-INST	P	2016-01-01	2017-06-15
145 SHS ISHARES BARCLAYS MBS BOND ETF	P	2016-01-01	2017-06-19
550 SHS ISHARES CORE U S AGGREGATE BO	P	2016-01-01	2017-06-15
130 SHS ISHARES DJ SELECT DIVIDEND ETF	P	2016-01-01	2017-06-15
425 SHS ISHARES IBOXX INV GRD CORP BOND ETF	P	2016-01-01	2017-06-19
350 SHS ISHARES RUSSELL 1000 GROWTH ETF	P	2016-01-01	2017-06-15
132 SHS ISHARES RUSSELL 1000 VALUE ETF	P	2016-01-01	2017-06-15

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)
2,000		1,827	173
36,627		36,623	4
35,000		36,275	-1,275
1,000		1,075	-75
15,595		15,833	-238
60,559		60,284	275
12,186		9,930	2,256
51,501		50,634	867
42,094		32,621	9,473
15,363		13,479	1,884

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	
			173
			4
			-1,275
			-75
			-238
			275
			2,256
			867
			9,473
			1,884

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)
200 SHS ISHARES U S TREASURY BOND ETF	P	2016-01-01	2017-06-19
26 192 SHS OPPENHEIMER DEVELOPING MKT-I	P	2016-01-01	2017-06-15
15 758 SHS T RWE QM US S/C GR EQ	P	2016-01-01	2017-06-15
550 122 SHS VAN ECK EMERGING MARKETS-I	P	2016-01-01	2017-06-15
90 09 SHS WF ABSOLUTE RETURN FUND-INS	P	2016-01-01	2017-06-15
1201 671 SHS BLACKSTONE ALT MULTI-STRAT-I	P	2016-01-01	2017-08-03
568 605 SHS BRANDES INTL S/C EQUITY-I	P	2016-01-01	2017-08-03
1027 SHS CAMBIAR INTL EQUITY FUND-INS	P	2016-01-01	2017-08-03
1970 135 SHS DFA L/C INTERNATIONAL PORTF	P	2016-01-01	2017-08-03
1886 237 SHS DOUBLELINE TOTL RET BND-I	P	2016-01-01	2017-08-03

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)
5,080		5,144	-64
1,000		875	125
500		318	182
9,000		8,174	826
1,000		991	9
13,050		12,001	1,049
8,194		7,658	536
28,427		24,639	3,788
44,899		42,258	2,641
20,202		21,049	-847

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	
			-64
			125
			182
			826
			9
			1,049
			536
			3,788
			2,641
			-847

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)
564 246 SHS EATON VANCE-ATLANTA SMID-I	P	2016-01-01	2017-08-03
1209 425 SHS GOTHAM NEUTRAL FUND-INS	P	2016-01-01	2017-08-03
112 SHS ISHARES BARCLAYS MBS BOND ETF	P	2016-01-01	2017-08-07
186 SHS ISHARES CORE U S AGGREGATE BO	P	2016-01-01	2017-08-07
316 SHS ISHARES DJ SELECT DIVIDEND ETF	P	2016-01-01	2017-08-07
196 SHS ISHARES IBOXX INV GRD CORP BOND ETF	P	2016-01-01	2017-08-07
3961 SHS ISHARES RUSSELL 1000 GROWTH ETF	P	2016-01-01	2017-08-07
4067 SHS ISHARES RUSSELL 1000 VALUE ETF	P	2016-01-01	2017-08-07
280 SHS ISHARES U S TREASURY BOND ETF	P	2016-01-01	2017-08-07
168 163 SHS JANUS HENDERSON PERKINS S/C VAL I	P	2016-01-01	2017-08-03

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)
17,554		13,599	3,955
12,312		13,218	-906
11,989		12,230	-241
20,413		20,387	26
29,195		24,136	5,059
23,761		23,351	410
481,129		369,176	111,953
475,988		415,288	60,700
7,078		7,202	-124
3,863		3,903	-40

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	
			3,955
			-906
			-241
			26
			5,059
			410
			111,953
			60,700
			-124
			-40

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)
333 25 SHS OPPENHEIMER DEVELOPING MKT-I	P	2016-01-01	2017-08-03
128 078 SHS T RWE QM US S/C GR EQ	P	2016-01-01	2017-08-03
745 571 SHS VAN ECK EMERGING MARKETS-I	P	2016-01-01	2017-08-03
1485 243 SHS WESTERN ASSET CORE PLUS BD-I	P	2016-01-01	2017-08-03
1167 927 SHS WF ABSOLUTE RETURN FUND-INS	P	2016-01-01	2017-08-03
415 619 SHS BLACKSTONE ALT MULTI-STRAT-I	P	2016-01-01	2017-09-21
197 546 SHS BRANDES INTL S/C EQUITY-I	P	2016-01-01	2017-09-21
356 272 SHS CAMBIAR INTL EQUITY FUND-INS	P	2016-01-01	2017-09-21
682 468 SHS DFA L/C INTERNATIONAL PORTF	P	2016-01-01	2017-09-21
655 219 SHS DOUBLELINE TOTL RET BND-I	P	2016-01-01	2017-09-21

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)
13,333		11,135	2,198
4,075		2,582	1,493
12,958		11,079	1,879
17,660		17,541	119
13,186		12,853	333
4,534		4,151	383
2,849		2,660	189
9,944		8,548	1,396
15,826		14,638	1,188
7,031		7,311	-280

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	
			2,198
			1,493
			1,879
			119
			333
			383
			189
			1,396
			1,188
			-280

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)
192 641 SHS EATON VANCE-ATLANTA SMID-I	P	2016-01-01	2017-09-21
419 82 SHS GOTHAM NEUTRAL FUND-INS	P	2016-01-01	2017-09-21
39 SHS ISHARES BARCLAYS MBS BOND ETF	P	2016-01-01	2017-09-22
64 SHS ISHARES CORE U S AGGREGATE BO	P	2016-01-01	2017-09-22
109 SHS ISHARES DJ SELECT DIVIDEND ETF	P	2016-01-01	2017-09-22
68 SHS ISHARES IBOXX INV GRD CORP BOND ETF	P	2016-01-01	2017-09-22
97 SHS ISHARES U S TREASURY BOND ETF	P	2016-01-01	2017-09-22
57 652 SHS JANUS HENDERSON PERKINS S/C VAL I	P	2016-01-01	2017-09-21
114 699 SHS OPPENHEIMER DEVELOPING MKT-I	P	2016-01-01	2017-09-21
43 81 SHS T RWE QM US S/C GR EQ	P	2016-01-01	2017-09-21

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)
6,051		4,643	1,408
4,291		4,588	-297
4,183		4,259	-76
7,030		7,015	15
10,233		8,326	1,907
8,228		8,102	126
2,456		2,495	-39
1,344		1,338	6
4,815		3,833	982
1,423		883	540

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	
			1,408
			-297
			-76
			15
			1,907
			126
			-39
			6
			982
			540

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)
258 SHS VAN ECK EMERGING MARKETS-I	P	2016-01-01	2017-09-21
135 SHS ISHARES RUSSELL 1000 GROWTH ETF	P	2016-01-01	2017-09-21
165 SHS ISHARES RUSSELL 1000 VALUE ETF	P	2016-01-01	2017-09-21
516 866 SHS WESTERN ASSET CORE PLUS BD-I	P	2016-01-01	2017-09-21
404 708 SHS WF ABSOLUTE RETURN FUND-INS	P	2016-01-01	2017-09-21
529 661 SHS CAMBIAR INTL EQUITY FUND-INS	P	2016-01-01	2017-10-26
1500 858 SHS DFA L/C INTERNATIONAL PORTF	P	2016-01-01	2017-10-26
10286 023 SHS GOTHAM NEUTRAL FUND-INS	P	2016-01-01	2017-10-26
645 SHS ISHARES DJ SELECT DIVIDEND ETF	P	2016-01-01	2017-10-26
214 695 SHS OPPENHEIMER DEVELOPING MKT-I	P	2016-01-01	2017-10-26

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)
4,742		3,834	908
17,319		16,828	491
17,064		16,919	145
6,161		6,104	57
4,618		4,454	164
15,000		12,707	2,293
35,000		32,203	2,797
107,283		112,416	-5,133
60,856		49,266	11,590
9,001		7,174	1,827

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	
			908
			491
			145
			57
			164
			2,293
			2,797
			-5,133
			11,590
			1,827

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)
487 277 SHS VAN ECK EMERGING MARKETS-I	P	2016-01-01	2017-10-26
75 SHS ISHARES RUSSELL 1000 GROWTH ETF	P	2016-01-01	2017-10-27

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)
9,001		7,241	1,760
9,780		9,349	431

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	
			1,760
			431

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*				
ST CATHERINE'S SCHOOL 6001 GROVE AVENUE RICHMOND, VA 23226	NONE		EDUCATION	1,000
THE PIEDMONT SCHOOL 815 OLD MILL ROAD HIGH POINT, NC 27265	NONE		EDUCATION	50,000
ST MARY'S EPISCOPAL CHURCH 108 WEST FARRISS AVENUE HIGH POINT, NC 27262	NONE		RELIGIOUS	28,000
Total . . . . ▶ **3a**				718,624

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*				
BOYS & GIRLS CLUBS OF GREATER HIGH POINT PO BOX 2834 HIGH POINT, NC 27261	NONE		SOCIAL SERVICES	35,674
FAMILY SERVICE OF HIGH POINT FOUNDATION INC 1401 LONG STREET HIGH POINT, NC 27262	NONE		SOCIAL SERVICES	10,000
OPEN DOOR MINISTRIESPO BOX 1528 HIGH POINT, NC 27261	NONE		SOCIAL SERVICES	127,500
Total . . . . ▶ **3a**				718,624

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*				
SECOND HARVEST FOOD BANK 3655 REED STREET WINSTONSALEM, NC 27107	NONE		SOCIAL SERVICES	5,000
UNITED WAY OF HIGH POINT 201 CHURCH AVENUE HIGH POINT, NC 27262	NONE		SOCIAL SERVICES	26,500
HOSPICE OF THE PIEDMONT 1801 WESTCHESTER DRIVE HIGH POINT, NC 27262	NONE		HEALTH CARE	2,500
Total . . . . ▶ **3a**				718,624

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*				
THEATRE ART GALLERIES 220 E COMMERCE AVE HIGH POINT, NC 27260	NONE		SOCIAL SERVICES	2,000
FEEDMORE1415 RHOADMILLER STREET RICHMOND, VA 23220	NONE		SOCIAL SERVICES	5,000
ASSEMBLIES LIFE LINE 301 E LEXINGTON AVENUE HIGH POINT, NC 27262	NONE		RELIGIOUS	1,000
Total . . . . ▶ **3a**				718,624

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*				
HIGH POINT REGIONAL HEALTH SYSTEM - FOUNDATION OFFICE 601 N ELM STREET HIGH POINT, NC 27262	NONE		HEALTH CARE	153,200
WEST END MINISTRIES 903 W ENGLISH RD HIGH POINT, NC 27261	NONE		RELIGIOUS	1,000
FOCUS RICHMOND 2421 WESTWOOD AVENUE STE C RICHMOND, VA 23230	NONE		EDUCATION	15,000
Total . . . . ▶ **3a**				718,624

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*				
HIGH POINT COMMUNITY FOUNDATION 501 N MAIN ST 2 HIGH POINT, NC 27260	NONE		SOCIAL SERVICES	150,000
ST JOSEPH'S VILLA8000 BROOK ROAD RICHMOND, VA 23227	NONE		SOCIAL SERVICES	25,000
GOOD FRIENDS OF HIGH POINT INC PO BOX 5671 HIGH POINT, NC 27262	NONE		SOCIAL SERVICES	500
Total . . . . ▶ **3a**				718,624

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*				
GREATER HIGH POINT FOOD ALLIANCE PO BOX 5166 HIGH POINT, NC 27262	NONE		SOCIAL SERVICES	50,000
HELPING HANDS MINISTRIES 2301 S MAIN ST HIGH POINT, NC 27263	NONE		SOCIAL SERVICES	3,500
HIGH POINT ARTS COUNCIL 121 S CENTENNIAL ST HIGH POINT, NC 27260	NONE		SOCIAL SERVICES	500
Total . . . . ▶ **3a**				718,624

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*				
HIGH POINT CENTRAL HIGH SCHOOL 801 FERNDALE BLVD HIGH POINT, NC 27262	NONE		EDUCATION	1,150
LIGHTHOUSE PROJECTPO BOX 5166 HIGH POINT, NC 27262	NONE		SOCIAL SERVICES	500
HIGH POINT MENTAL HEALTH ASSOCIATES 910 MILL AVENUE HIGH POINT, NC 27260	NONE		HEALTH CARE	1,000
Total . . . . ▶ **3a**				718,624

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*				
COMMUNITY CLINIC OF HIGH POINT 779 N MAIN STREET HIGH POINT, NC 27262	NONE		SOCIAL SERVICES	500
DAVIDSON COUNTY ANIMAL ALLIANCE PO BOX 183 THOMASVILLE, NC 27361	NONE		SOCIAL SERVICES	500
HOUSTON FOOD BANK 535 PORTWALL STREET HOUSTON, TX 77029	NONE		SOCIAL SERVICES	1,500
Total . . . . ▶ **3a**				718,624

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*				
JUNIOR FEDERATED WOMEN'S CLUB OF CHESTER PO BOX 1554 CHESTERFIELD, VA 23832	NONE		SOCIAL SERVICES	600
WESLEY MEMORIAL UNITED METHODIST CHURCH 1720 MECHANICSVILLE TPKE RICHMOND, VA 23223	NONE		RELIGIOUS	20,000
Total . . . . ▶ **3a**				718,624

TY 2017 Accounting Fees Schedule

Name: FOSTER FOUNDATION INC

EIN: 20-0295545

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	4,695	2,348		2,347

TY 2017 Investments Corporate Bonds Schedule

Name: FOSTER FOUNDATION INC

EIN: 20-0295545

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
10,000 SHS AT&T INC	10,034	10,027
8,000 SHS BP CAP MKTS PLC	8,026	8,013
11,000 SHS CISCO SYS INC	11,585	11,498
6,000 SHS CITIGROUP INC	6,394	6,383
10,000 SHS GOLDMAN SACHS GROUP INC	10,989	11,057
5,000 SHS WELLS FARGO & CO	5,192	5,156
6,000 SHS ANHEUSER BUSCH INBEV	6,022	5,949
13,000 SHS COMCAST CORP NEW	13,073	13,524
7,000 SHS WELLS FARGO & CO	7,004	7,350

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TY 2017 Investments Corporate Stock Schedule

Name: FOSTER FOUNDATION INC

EIN: 20-0295545

Name of Stock	End of Year Book Value	End of Year Fair Market Value
2,028 SHS ISHARES DJ SELECT DIVIDEND ETF	154,900	199,880
2,373 SHS ISHARES CORE TOTAL U.S. AGGREGATE	172,631	172,195
1,656 SHS ISHARES IBOXX INV GRD CORP BOND ETF	197,296	201,303
4,035 SHS ISHARES RUSSELL 1000 VALUE ETF	413,751	438,040
3,240 SHS ISHARES RUSSELL 1000 GROWTH ETF	403,866	447,217
950 SHS ISHARES BARCLAYS MBS BOND ETF	103,734	101,261
1,575 SHS ISHARES U.S. TREASURY BOND ETF	61,035	59,515
102 SHS ABBOTT LABORATORIES	4,332	5,821
26 SHS ABBVIE INC	1,200	2,514
60 SHS ACACIA COMMUNICATIONS	3,780	2,174
2 SHS ADVANSIX INC	23	84
38 SHS AETNA INC NEW	2,627	6,855
8 SHS ALPHABET INC	4,392	8,371
7 SHS ALPHABET INC	2,812	7,374
120 SHS AMERICAN INTL GROUP INC	5,775	7,150
24 SHS AMGEN INC	2,508	4,174
20 SHS ANTHEM INC	2,757	4,500
170 SHS APPLE INC	18,278	28,769
135 SHS ASSA ABLOY AB ADR	876	1,393
218 SHS ASTRAZENECA PLC	6,953	7,565
10 SHS BRIGHTHOUSE FINANCIAL INC	585	586
205 SHS BRISTOL MYERS SQUIBB	10,175	12,562
60 SHS CHEVRON CORP	5,681	7,511
36 SHS CHUBB LTD	3,624	5,261
390 SHS CISCO SYSTEMS INC	11,780	14,937
260 SHS CITIGROUP INC NEW	13,388	19,347
416 SHS COMCAST CORP CL A NEW	8,486	16,661
160 SHS CVS HEALTH CORP	12,223	11,600
120 SHS DISCOVER FINANCIAL SVCS	6,018	9,230
47 SHS DOMINION RESOURCES INC	2,866	3,810

Name of Stock	End of Year Book Value	End of Year Fair Market Value
351 SHS DOW CHEMICAL COMPANY	15,578	24,998
36 SHS DR PEPPER SNAPPLE	2,060	3,494
150 SHS ELI LILLY & COMPANY	10,005	12,669
110 SHS EXXON MOBIL CORP	9,673	9,200
130 SHS FACEBOOK INC CL A	13,361	22,940
189 SHS FIFTH THIRD BANCORP	3,504	5,734
300 SHS GENERAL ELECTRIC COMPANY	7,065	5,235
94 SHS GENMAB A/S	1,885	7,791
40 SHS GOLDMAN SACHS GROUP INC	6,144	10,190
19 SHS HESS CORP	1,725	902
89 SHS HOME DEPOT INC	7,091	16,868
50 SHS HONEYWELL INTL INC	4,255	7,668
295 SHS INTEL CORP	9,162	13,617
102 SHS INTERNATIONAL PAPER	5,108	5,910
163 SHS ISHARES JPMORGAN USD	19,648	18,924
464 SHS ISHARES MSCI EMERGING	19,593	21,864
60 SHS JOHNSON & JOHNSON	5,492	8,383
270 SHS JPMORGAN CHASE &	13,785	28,874
217 SHS KROGER COMPANY	7,302	5,957
10 SHS LOCKHEED MARTIN CORP	1,507	3,211
89 SHS LOWES COMPANIES INC	3,443	8,272
90 SHS MASTERCARD INC	6,463	13,622
45 SHS MCKESSON CORP	7,180	7,018
161 SHS MERCK & COMPANY INC NEW	7,777	9,059
111 SHS METLIFE INC	5,032	5,612
145 SHS MICROSOFT CORP	4,933	12,403
200 SHS MONDELEZ INTERNATIONAL	7,601	8,560
32 SHS NEXTERA ENERGY INC	2,578	4,998
24 SHS NORTHROP GRUMMAN CORP	1,785	7,366
73 SHS PACKAGING CORP OF	3,781	8,800

Name of Stock	End of Year Book Value	End of Year Fair Market Value
440 SHS PFIZER INC	14,264	15,937
155 SHS PHILIP MORRIS INTL INC	14,050	16,376
50 SHS PHILLIPS 66	3,695	5,058
90 SHS PROCTER & GAMBLE COMPANY PG	6,789	8,269
37 SHS PRUDENTIAL FINANCIAL INC	2,256	4,254
92 SHS QUALCOMM INC	7,018	5,890
51 SHS RAYTHEON COMPANY NEW	3,058	9,580
145 SHS CHLUMBERGER LTD	11,808	9,772
177 SHS SUNTRUST BANKS INC	5,580	11,432
100 SHS SYNGENTA AG	7,097	9,284
166 SHS TEVA PHARMACEUTICAL INDS	8,423	3,146
63 SHS TRAVELERS COMPANIES INC	5,286	8,545
187 SHS U S BANCORP DE NEW	6,216	10,019
75 SHS UNION PACIFIC CORP	6,638	10,058
45 SHS UNITED PARCEL SERVICE	4,292	5,362
75 SHS UNITED TECHNOLOGIES CORP	7,653	9,568
60 SHS UNITEDHEALTH GROUP INC	6,004	13,228
90 SHS UNIVERSAL HEALTH	10,376	10,202
240 SHS VERIZON COMMUNICATIONS	11,948	12,703
173 SHS VODAFONE GROUP PLC NEW	5,966	5,519
42 SHS WAL-MART STORES INC	3,478	4,148
90 SHS WALT DISNEY CO	7,902	9,676
236 SHS WELLS FARGO & CO NEW	10,079	14,318
28 SHS WESTERN DIGITAL CORP	2,493	2,227
60 SHS 3M COMPANY	6,229	14,122

TY 2017 Investments Government Obligations Schedule

Name:	FOSTER FOUNDATION INC
EIN:	20-0295545
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:	94,098
State & Local Government Securities - End of Year Fair Market Value:	95,257

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TY 2017 Investments - Other Schedule

Name: FOSTER FOUNDATION INC

EIN: 20-0295545

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
24,341.474 SHS BLACKSTONE ALTERNATIVE MULTI-STRATEGY FUND	AT COST	257,149	261,184
6,269.303 SHS BRANDES INTERNATIONAL SMALL CAP EQUITY FUND	AT COST	70,433	70,604
8,347.744 SHS CAMBIAR INTERNATIONAL EQUITY FD	AT COST	201,092	237,744
15,382.582 SHS DFA LARGE CAP INTERNATIONAL PORTFOLIO	AT COST	330,278	368,105
16,192.632 SHS DOUBLELINE TOTAL RETURN BOND FUND	AT COST	180,610	172,128
5,005.443 SHS EATON VANCE ATLANTA CAPITAL SMIDCAP FUND	AT COST	122,881	168,233
1,672.296 SHS JANUS HENDERSON SMALL CAP VALUE I	AT COST	38,910	38,513
2,622.373 SHS OPPENHEIMER DEVELOPING MARKETS F	AT COST	87,784	112,578
1,073.379 SHS T. ROWE PRICE QM U.S. SMALL-CAP GROWTH EQUITY	AT COST	21,656	37,450
5,858.672 SHS VAN ECK EMERGING MARKETS FUND	AT COST	87,172	114,010
21,287.705 SHS WESTERN ASSET CORE PLUS BOND FUND	AT COST	251,331	252,046
10,133.373 SHS WELLS FARGO ADVANTAGE ABSOLUTE RETURN FUND	AT COST	111,588	115,419
1647.704 SHS BLACKROCK INFLATION PROTECTED BOND	AT COST	19,946	17,647
2550.200 SHS BLACKROCK GLOBAL ALLOC	AT COST	54,608	52,323
6775.262 SHS BLACKROCK STRATEGIC INCOME OPPTYS	AT COST	69,282	67,482
1,077.579 SHS WELLS FARGO ABSOLUTE RETURN	AT COST	12,263	12,274
265 SHS BLACKSTONE GROUP LP	AT COST	8,534	8,485

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TY 2017 Other Expenses Schedule

Name: FOSTER FOUNDATION INC

EIN: 20-0295545

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL EXPENSES	132	66		66
BLACKSTONE GROUP K-1	3	3		0

TY 2017 Other Income Schedule

Name: FOSTER FOUNDATION INC

EIN: 20-0295545

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
LITIGATION PROCEEDS	187	187	187
MISCELLANEOUS INCOME	2,418	2,418	2,418
BLACKSTONE GROUP K-1	31	31	31

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TY 2017 Other Professional Fees Schedule

Name: FOSTER FOUNDATION INC

EIN: 20-0295545

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES - SUNTRUST	10,507	10,507		0
INVESTMENT MANAGEMENT FEES - SCOTT & STRINGFELLOW	14,998	14,998		0
INVESTMENT MANAGEMENT FEES - BLACKSTONE GROUP K-1	3	3		0

TY 2017 Taxes Schedule

Name: FOSTER FOUNDATION INC

EIN: 20-0295545

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	469	235		234
FOREIGN TAXES WITHHELD	98	98		0
FEDERAL EXCISE TAXES	903	0		0