Form 990-PF

**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.
 ▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

		idar year 2017 or tax year beginning		, and ending		
<u> </u>	me of	foundation			A Employer identificatio	n number
,	ՐԻբ	Rock Foundation			20-816453!	5
		and street (or P O box number if mail is not delivered to stre	et address)	Room/suite	B Telephone number	<del></del>
		McGuireWoods LLP P. O				-1023
_		own, state or province, country, and ZIP or foreign			C If exemption application is	
	•	hmond, VA 23218	F			/
		all that apply: Initial return	Initial return of a fo	ormer public charity	D 1. Foreign organization	ns, check here
		Final return	Amended return			
		Address change	Name change		Foreign organizations makes the check here and attach contacts.	eeting the 85% test, computation
Н	Check	type of organization: X Section 501(c)(3)	exempt private foundation	04	E If private foundation sta	atus was terminated
	Se	ction 4947(a)(1) nonexempt charitable trust	Other taxable private found	ation	under section 507(b)(1	(A), check here
I F	aır ma	1	ting method: X Cash	Accrual	F If the foundation is in a	60-month termination
		Part II, col. (c), line 16)	Other (specify)	<del></del> _	under section 507(b)(1	(B), check here
_	<u>►\$</u>	1,610,951. (Part I, colu	imn (d) must be on cash basi	S.)		1
P	art I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net	(d) Disbursements for charitable purposes
_	Т.		exhelises het pooks	income		(cash basis only)
7	1	Contributions, gifts, grants, etc., received		<del></del>	N/A	
W	2	Check X If the foundation is not required to attach Sch. B. Interest on savings and temporary cash investments.		<u></u>	<del></del>	<del> </del>
<i>/</i> 1	3		32,740.	32,320.		Statement 1
	4 50	Dividends and interest from securities  Gross rents	34,740.			bcacement 1
	1	Net rental income or (loss)				<del> </del>
		Net gain or (loss) from sale of assets not on line 10	47,885.			
9	i h	Gross sales price for all assets on line 6a 434,536.	2770051	!	<del></del>	<del>                                     </del>
o de la como de	7	Capital gain net income (from Part IV, line 2)		47,885.		
ă	8	Net short-term capital gain				
	9	Income modifications				
<b>~</b> .	10a	Gross sales less returns and allowances				
		Less Cost of goods sold				
.7	C	Gross profit or (loss)				
<b>⊅</b>		Other income				<del> </del> -
		Total. Add lines 1 through 11	80,625.	80,205.	<del></del>	<del> </del>
$\Rightarrow$	13	Compensation of officers, directors, trustees, etc	6,090.	0.		0.
	14	. ,				<u> </u>
ׅׅ֟֞֞֝֞֟֞֝֟֟֝֞֟֝֟֟	0 /	Pension plans, employee benefits  Legal fees Stmt 2	10,313.	0.	<del> </del>	10,313.
<b>Z</b>	168	_	10,313.		<del> </del>	10,513.
	<u> </u>	Accounting fees Other professional fees Stmt 3	10,963.	10,963.		0.
	17	Interest	10/203.	10,303.	<del></del>	
ה	18	Taxes Stmt 4	470.	470.		0.
	19	Depreciation and depletion				
- :	20	Occupancy			151918	
1	21	Travel, conferences, and meetings				
1	22	Printing and publications		•		
ì	23	Other expenses Stmt 5	25.	0.		25.
	₹ 24	Total operating and administrative				
j	5	expenses. Add lines 13 through 23	27,861.	11,433.		10,338.
•	25	Contributions, gifts, grants paid	100,000.		ļ	100,000.
	26	-	107.061	44 400		110 000
_	+-	Add lines 24 and 25	127,861.	11,433.	<del>                                     </del>	110,338.
	27		147 226			
		Excess of revenue over expenses and disbursements	<47,236.	68,772.	<del> </del>	<del> </del>
	- 1	Net investment income (if negative, enter -0-)  Adjusted net income (if negative, enter -0-)		<u>00,114.</u>	N/A	<del> </del>
70		1-03-18 LHA For Paperwork Reduction Act Not	ce. see instructions	·——-		Form <b>990-PF</b> (2017)
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For	m 99	0-PF(2017) The Rock Foundation			3164535 Page 2
P	art	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of	
		<del>-</del>	(a) Book Value	(b) Book Value	(c) Fair Market Value
J		Cash - non-interest-bearing			
		Savings and temporary cash investments	87,073.	94,871.	<u>94,871.</u>
	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			
	7	Other notes and loans receivable			
		Less: allowance for doubtful accounts			
ts	8	Inventories for sale or use			
Assets		Prepaid expenses and deferred charges			
⋖	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock			
	C	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis			
		Less accumulated depreciation			
	12	Investments - mortgage loans			
	13	Investments - other Stmt 7	1,122,187.	1,063,726.	1,516,080.
	14	Land, buildings, and equipment: basis ▶		J	
		Less accumulated depreciation			
	1	Other assets (describe >)			
	16	Total assets (to be completed by all filers - see the			
_	<u> </u>	instructions. Also, see page 1, item !)	1,209,260.	1,158,597.	1,610,951.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
es	19	Deferred revenue			
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons			
jab	21	Mortgages and other notes payable			
_	22	Other liabilities (describe )			
_	23	Total liabilities (add lines 17 through 22)	0.	0.	
	l	Foundations that follow SFAS 117, check here			
(A	1	and complete lines 24 through 26, and lines 30 and 31.			
ĕ	24	Unrestricted			
ılan	25	Temporarily restricted			
Fund Balances	26	Permanently restricted			
Ĕ	1	Foundations that do not follow SFAS 117, check here			
or F		and complete lines 27 through 31.			
Ş	27	Capital stock, trust principal, or current funds	1,209,260.	1,158,597.	
Net Assets	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
Ž	29	Retained earnings, accumulated income, endowment, or other funds	0,	0.	
Š	30	Total net assets or fund balances	1,209,260.	1,158,597.	
_	31	Total liabilities and net assets/fund balances	1,209,260.	1,158,597.	
P	art	III Analysis of Changes in Net Assets or Fund B	alances		
=			<del></del>	<del></del>	
1		il net assets or fund balances at beginning of year - Part II, column (a), line	30		1 000 000
	•	st agree with end-of-year figure reported on prior year's return)		1	1,209,260.
		er amount from Part I, line 27a		2	<u> </u>
-		er increases not included in line 2 (itemize)			0.
		lines 1, 2, and 3	<b>a a</b> :	1 4	1,162,024.
-		reases not included in line 2 (itemize)		tement 6 5	3,427.
<u>6</u>	Tota	al net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	olumn (b), line 30		1,158,597:
					Form <b>990-PF</b> (2017)

110,338.

8 Enter qualifying distributions from Part XII, line 4

See the Part VI instructions.

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.

	rt VI   Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4	70-810			age 4
		<del>940 - See</del>	instru	Ction	15)
18	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)			~	0.0
D	Domestic foundations that meet the section 4940(e) requirements in Part V, check here X and enter 1%			6	88.
	of Part I, line 27b				
	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).				•
	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	2			0.
_	Add lines 1 and 2	3		0	88.
	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4			0.
	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		0	88.
	Credits/Payments:				
	2017 estimated tax payments and 2016 overpayment credited to 2017  6a 580.				
	Exempt foreign organizations - tax withheld at source 6b 0.				
	Tax paid with application for extension of time to file (Form 8868)  Backup withholding erroneously withheld  6d  0.				
		_		-	0.0
	Total credits and payments. Add lines 6a through 6d	7			80.
	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached	8			<u>0.</u>
	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9			<u> 80</u>
	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10			
	Enter the amount of line 10 to be: Credited to 2018 estimated tax ▶ Refunded ▶ rt VII-A Statements Regarding Activities	11			
	- <del></del>		$\overline{}$	Yes	No
12	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene	ın	<u> </u>	163	
	any political campaign?	· · · · · · · · · · · · · · · · · · ·	1 <u>a</u>		X
D	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition of the second of	IION	1b		<u>X</u>
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or		1 1		
	distributed by the foundation in connection with the activities.		1.1		v
	Did the foundation file Form 1120-POL for this year?		1c		<u>X</u>
a	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:		1 1		
	(1) On the foundation.  \$\( \bigcup \) \( \b		1 1		
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation				
_	managers. > \$ 0.				v
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		2		<u>X</u>
	If "Yes," attach a detailed description of the activities.	-			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, o				v
	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3		X
	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	N/A	4a		<u>X</u>
	If "Yes," has it filed a tax return on Form 990-T for this year?	IN/A	4b		<u>v</u>
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5		<u>X</u>
	If "Yes," attach the statement required by General Instruction T.		1 1		
D	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:		1 1		
	<ul> <li>By language in the governing instrument, or</li> <li>By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state</li> </ul>	love			
		idw		x	
_	remain in the governing instrument?		7	$\frac{\Lambda}{X}$	<del></del>
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		<del></del>		
	Constitution to the foundation and the state of the state		1 1	i	
88	Enter the states to which the foundation reports or with which it is registered. See instructions.				
	VA		1 1	ĺ	
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)		"	<b>.</b> .	
_	of each state as required by General Instruction G? If "No," attach explanation	dor	8b	<u> </u>	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for cale	ludi			v /
40	year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		9		<u>^</u> ~
10	Did any persons become substantial contributors during the tax year? if "Yes," attach a schedule listing their names and addresses		10   orm <b>990</b>	-PF	2017)
		ru	ハル マラし		2011)

Pa	int VII-A Statements Regarding Activities (continued)			
		L	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of	-		l
	section 512(b)(13)? If "Yes," attach schedule. See instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?			
	If "Yes," attach statement. See instructions	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	_13	X	
	Website address None			
14	The books are in care of $\blacktriangleright$ Rita Smith Telephone no. $\blacktriangleright$ (804)	<u>794</u>		<u>30</u>
	Located at ▶ 2530 Salisbury Road, Midlothian, VA ZIP+4 ▶23	<u> 113</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here			
	and enter the amount of tax-exempt interest received or accrued during the year	N	/A_	
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank,		Yes	No
	securities, or other financial account in a foreign country?	16		_X_
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the	}		
	foreign country			
Pa	art 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.	<u></u>	Yes	No
18	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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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)?			
	(6) Agree to pay money or property to a government official? (Exception. Check "No"		}	
	ıf 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.)	İ		
b	If any answer is "Yes" to 1a(1)-(6), did <b>any</b> 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		_X_
	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		_X_
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation			
	defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning			
	before 2017?			
	If "Yes," list the years 🛌 ,, ,, ,, ,, ,,			
t	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect			
	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach		,	
	statement - see instructions.) N/A	2b		
(	of the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here.			
	<b>&gt;</b>			
38	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
	during the year?			
ŧ	o 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.) N/A	_ 3b		
	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		<u>X</u> _
1	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	<u> </u>	X
	Fo	rm <b>99</b> 0	)-PF/	(2017)

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Part VIII Information About Officers, Directors, Trustees, Found Paid Employees, and Contractors (continued)	lation Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, en	ter "NONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
	<del></del>	
		<del></del>
	<del></del>	
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 state	tistical information such as the	
number of organizations and other beneficiaries served, conferences convened, research papers pr	roduced, etc.	Expenses
The Rock Foundation makes grants to qualify		
organizations and does not carry on charita	ble activities	_
directly.		0.
2		
3		
·		
4		
D IV D		
Part IX-B Summary of Program-Related Investments  Describe the two largest program-related investments made by the foundation during the tax year of the summary of Program-related investments made by the foundation during the tax year of the summary of Program-Related Investments.	on know 1 and 2	Amount
27/3	on lines I and Z.	Amount
1N/A		
2		
All other program-related investments. See instructions.		
3		
Total Add lines 1 through 3		

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Pa	Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations	ndations,	see instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,486,274.
	Average of monthly cash balances	1b	94,627.
	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,580,901.
е	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	1,580,901.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	23,714.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,557,187.
6	Minimum investment return. Enter 5% of line 5	6	<u>77,859.</u>
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations, check here   in and do not complete this part.)	id certain	
1	Minimum investment return from Part X, line 6	1	77,859.
2a	Tax on investment income for 2017 from Part VI, line 5		
b	Income tax for 2017. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	688.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	77,171.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	77,171.
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	7 <u>7,171.</u>
P	art 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	110,338.
b	Program-related investments - total from Part IX-B	1b	<u> </u>
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	<u></u>
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	110,338.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		
	income. Enter 1% of Part I, line 27b	5	688.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	<u> 109,650.</u>
	Note: The amount on line 6 will be used in Part V. column (b), in subsequent years when calculating whether the foundation of	qualifies fo	or the section

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4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

1	(a) Corpus	(b) Years prior to 2016	( <b>c)</b> 2016	( <b>d)</b> 2017
1 Distributable amount for 2017 from Part XI,	Oorpus	700.0 p.10.10 20.10		2017
line 7				77,171.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
<b>b</b> Total for prior years:				
3 Excess distributions carryover, if any, to 2017:		0.		
a From 2012 8, 855.	İ			
b From 2013 4,545.	1			
c From 2014 24,151.				
d From 2015 31, 472.	}	1		•
e From 2016 48,077.	İ			
f Total of lines 3a through e	117,100.		_	
4 Qualifying distributions for 2017 from	-			
Part XII, line 4: ► \$ 110,338.				
a Applied to 2016, but not more than line 2a			<u> </u>	
<b>b</b> Applied to undistributed income of prior				
years (Election required - see instructions)		0.	<del>.</del>	·
c Treated as distributions out of corpus				
(Election required - see instructions)	0.	<del></del>		77 171
d Applied to 2017 distributable amount	33,167.			77,171.
e Remaining amount distributed out of corpus  5 Excess distributions carryover applied to 2017	33,167.			0.
(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	150,267.		<del> </del>	
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				<del></del>
amount - see instructions		0.		
e Undistributed income for 2016. Subtract line				
4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract				
lines 4d and 5 from line 1. This amount must		1		
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	0.			
may be required - see instructions)  8 Excess distributions carryover from 2012		<del></del>	<del> </del>	
8 Excess distributions carryover from 2012 not applied on line 5 or line 7	8,855.			
9 Excess distributions carryover to 2018.	3,033.			
Subtract lines 7 and 8 from line 6a	141,412.			
10 Analysis of line 9:				
a Excess from 2013 4,545.				
<b>b</b> Excess from 2014 <b>24</b> , <b>151</b> .		İ		
c Excess from 2015 31,472.				
d Excess from 2016 48,077.				
e Excess from 2017 33,167.			<del>-</del>	Enrm <b>QQQ-PF</b> (2017)

<b>b</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.		Nundations (see po		I A guestion (I)		-8164535 Page 10
toundation, and the ruling is affective for 2017, enter the date of the ruling    Dincels how to indical weighter the foundation as garveled operating foundation described in section   4942(j)(5) or   4942(j)(5)		<del></del>		-A, question 9)	N/A	
\$\text{\$\t				_ ]		
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723601 01-03-18 Form <b>990-PF</b> (2017)						
	723601 01-03-18					Form <b>990-PF</b> (2017)

3 Grants and Contributions Paid During the	Year or Approved for Future	Payment		
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient	contribution	Amount
a Paid during the year				
Comfort Zone Camp 6606 West Broad St, Suite 401	None	PC	Grant for the support	
Richmond VA 23220			Camp	3,000
Capital Trees	None	₽C	Grant for Operational	
200 S Third St, Suite 101		)	Support	
Richmond, VA 23219	<del> </del>			4,000
Commonwealth Catholic Charities	None	₽C	Grant for New Building	
1601 Rolling Hills Drive			(4 of 5 installments)	
Richmond, VA 23229	_			30,000
Elijah House Academy	None	₽C	Grant for Scholarship	
6627-B Jahnke Road			Assistance	
Richmond, VA 23225				3,000
FETCH a Cure	None	PC	Campaign Support (3 of	
5711 Staples Mill Road, Suite 101			5 pmts)	
Richmond VA 23228	mtimustian abou	<u> </u>		7,500
Total See Co  b Approved for future payment	ontinuation shee	EL(S)	<b>▶</b> 3a	100,000
None				
	<u> </u>			
Total		<u> </u>	<b>&gt;</b> 3b	

3 Grants and Contributions Paid During the	Year (Continuation)			
Recipient  Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Hame and address (name or address)	or substantial contributor	recipient		
FETCH a Cure	None	PC	Grant for Special	
5711 Staples Mill Road, Suite 101			Support	2 500
Richmond, VA 23228				2,500
Friends of Hollywood Cemetery	None	PC	Grant for the Fountain	
412 S. Cherry Street			in the Glade	
Richmond, VA 23220		117-1		5,000
Full Circle	None	₽C	Grant for Operational	
10611 Patterson Ave Bldg 201			Support	
Richmond, VA 23238		<u> </u>		1,000
Longwood University	None	₽C	Grant for Hull Springs	
201 High Street			Farm	5.000
Farmville, VA 23909	-	<del></del>		3,000
Massey Cancer Center	None	PC	Grant for The Massey	
PO Box 980214	Hone		Club	
Richmond, VA 23298-0214				3,000
Richmond Animal League	None	PC	Grant for spay/neuter	
11401 International Dr			clinic	
Richmond, VA 23226				2,500
Richmond Performing Arts Alliance 600 E Grace St #400	None	PC	Grant for OnStage Family Series	
Richmond, VA 23219			I dmilly belies	2,500
				·
Richmond Cultureworks	None	₽C	Grant for year-round	
1906 Hamilton St #A			arts and culture	
Richmond, VA 23230			calendar	3,000
Rose Group for Cross-Cultural	None	₽C	Grant for China Fest	
Understanding				
616 E St NW Cb 909				4 000
Washington, DC 20004				4,000
G. S. Hamban	None	DC.	Grant for Operational	
Safe Harbor PO Box 17996	None	PC	Support	
Richmond, VA 23226				1,500
Total from continuation sheets				52,500

Part XV **Supplementary Information** Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient Foundation show any relationship to Purpose of grant or Amount status of any foundation manager contribution Name and address (home or business) recipient or substantial contributor St John's Church Foundation PC None Grant for Operational 2319 E Broad St Support Richmond, VA 23223 2,500. PC The Doorways None Grant for Family 612 E. Marshall Street Assistance Richmond, VA 23219 Program/Hospital Hospitality House 1,500. The Valentine None ÞС Grant for Operational 1015 East Clay St Support Richmond, VA 23219-1527 2,500. Union Presbyterian Seminary None ₽C Grant for Operational 3401 Brook Road Support Richmond, VA 23227 2,000, Grant for education of Virginia College Fund None ÞС 4900 Augusta Ave #101 under-served Virginia Richmond, VA 23230-3611 students 2,000. РC Grant for Exhibit at Virginia Museum of Fine Arts None The Winter Antiques 200 N Boulevard Richmond, VA 23220-4007 Show 5,000. ÞC Visual Arts Center of Richmond None Grant for Strategic 1812 W Main St Planning Richmond, VA 23220 3,000. PC Woodrow Wilson Presidential Library None Grant for Operational Support Fdn PO Box 24 4.000. Staunton VA 24402-0024 Total from continuation sheets

## Part XVI-A **Analysis of Income-Producing Activities**

inter gross amounts unless otherwise indicated.	Unrelated business income			ded by section 512, 513, or 514	(e)		
1 Program service revenue:	(a) Business code	(b) Amount	Exclu- sion code	<b>(d)</b> Amount	Related or exempt function income		
•			10000		<del></del>		
a		<del> </del>					
b	<del></del>		+	<del></del>			
c	-		+		<del></del> -		
<del></del>	-						
e			+	· <del></del>			
g Fees and contracts from government agencies	<u> </u>		+				
Membership dues and assessments			+				
3 Interest on savings and temporary cash		-		<del></del>	<del></del>		
investments							
4 Dividends and interest from securities			14	32,740.			
5 Net rental income or (loss) from real estate:			1 1 1	32,740.			
a Debt-financed property							
b Not debt-financed property							
6 Net rental income or (loss) from personal	-						
, , ,	ľ						
property 7 Other report record	<u> </u>		<del>  -</del>				
7 Other investment income	<del></del>		+				
8 Gain or (loss) from sales of assets other			18	47 OOE			
than inventory			10	47,885.			
Net income or (loss) from special events     Gross profit or (loss) from sales of inventory	-						
1 Other revenue:							
a				<del></del>			
b			+				
<u> </u>	-				<del></del>		
d			+				
e		0.	+	80,625.	0.		
13 Total. Add the 12, columns (b), (d), and (e)			•		80,625.		
(See worksheet in line 13 instructions to verify calculations.)				10	00,023.		
Part XVI-B Relationship of Activities to	o the Acc	omplishment of E	xemp	t Purposes			
Line No. Explain below how each activity for which incor	me is reported	ın column (e) of Part XVI-/	A contrib	outed importantly to the accord	nplishment of		
the foundation's exempt purposes (other than I				, ,			
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Par	t XVII	Information Re Exempt Organ	egarding Trans	sfers to a	and Transactions	and Relations	hips With Noncha	ritable	•	<u>5</u>
1 [	Old the or	ganization directly or indi	rectly engage in any o	of the followin	ng with any other organizat	tion described in sect	non 501(c)		Yes	No
					g to political organizations		,,,,,,,	-		10
	Transfers from the reporting foundation to a noncharitable exempt organization of:									İ
	1) Cash	, ,			<b>.</b>			1a(1)		X
•	2) Other	assets						1a(2)		X
•	Other tran							10(2)		
		of assets to a noncharita	ble exempt organizat	ION				1b(1)		х
		ases of assets from a no						1b(2)		X
•		l of facilities, equipment,	•	gamzation				1b(3)		X
•	•	oursement arrangements								X
•	•	or loan guarantees						1b(4)		X
		rmance of services or me	mhershin or fundrais	una salicitatia	nne			1b(5)		X
		facilities, equipment, ma		=				1b(6)		X
					edule. Column ( <b>b)</b> should a	ilways show the fair r	market value of the goods		ll	
(	or services		oundation. If the foun	dation receive	ed less than fair market va				5615,	
a) Lin		(b) Amount involved	•		e exempt organization	(d) Description	n of transfers, transactions, and	sharing ar	rangeme	mts
		· ·	(-,	N/A		(0, = 00.1, p.10.1		ona mg a	ta igoino	
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			<del>-</del>				·			
I	n section	idation directly or indirect 501(c) (other than section implete the following sch	n 501(c)(3)) or in sec		or more tax-exempt organ	nizations described	[	Yes	X	 ] No
		(a) Name of org	anization		(b) Type of organization		(c) Description of relations	hip		
		N/A					·			
		<del></del>					<u> </u>			
			<u> </u>		•					
Sig Her	n and be				ig accompanying schedules and in taxpayer) is based on all inform    S-Q-/8' Date	mation of which preparer	has any knowledge retusho	y the IRS ourn with the own below	e prepare	er .
	_ I Jigii	Print/Type preparer's na	ıme T	Preparer's si		Date Date	ASUER - Check   If PTIN			
Paid	d	John B. O'			5112	4-30-18	self- employed	1316	037	
Pre	parer Only	Firm's name ► McG		LIP		- <b>V</b>	Firm's EIN ► 54-0			
	-	Firm's address ▶ P.	O. Box 3		8_0397		Phone no. (804)	775.	1000	—— n
			CAMILLA VA		Trinono no. (OV4)	<u>, , , , -</u>	<u> </u>	<u></u>		

Form 990-PF Div	idends	and Intere	est fi	om Secur	ities Statement		1
Gross Source Amount		Capital Gains Dividends		(a) Revenue er Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	
Bank of America-Agent Divs 33	2,890.	5,812	2.	27,078.	26,658.		
	5,662.	. 0.		5,662.	5,662.		
To Part I, line 4 38,55		5,812	32,740.		32,320.		
Form 990-PF		Legal	Fees		St	tatement	 2
Description		Expenses Net Inv		(b) Invest- Income	(c) Adjusted Net Income	(d) Charitable Purposes	
McGuireWoods LLP To Fm 990-PF, Pg 1, ln 16a				0.			
				0.		10,313.	
Form 990-PF		Other Professional Fees			Statement 3		
Description		(a) Expenses Per Books	Net :	(b) Invest- Income	(c) Adjusted Net Income		
Bank of America-Agency Fees		10,963.		10,963.			0.

Form 990-PF	Tax	es	Statement 4			
Description	(a) Expenses Per Books			(c) Adjusted Net Incom		
Foreign Tax paid from income	470.		470.			0.
To Form 990-PF, Pg 1, 1n 18	470.		470.			0.
Form 990-PF	Other Expenses			Statement 5		
Description	(a) Expenses Per Books	(b) Net Inve ment Inc		(c) Adjusted Net Incom		
State Corporation Commission	25.		0.			25.
To Form 990-PF, Pg 1, ln 23	25.	0.			25.	
Form 990-PF Other Decrease	es in Net As	sets or F	und E	Balances	Statement	6
Description					Amount	
Cost basis adjustments/timing	difference				3,4	427.
Total to Form 990-PF, Part II	II, line 5				3,4	427.
Form 990-PF		Statement	7			
Description		luation ethod	Вос	ok Value	Fair Marke Value	et
See schedule attached		COST 1		,063,726.	1,516,080.	
Total to Form 990-PF, Part II	, line 13	-	1	,063,726.	1,516,080.	