

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	21,534	14,531	14,531
	2	Savings and temporary cash investments	353,074	375,981	375,981
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,453,108	1,778,761	1,494,343
	c	Investments—corporate bonds (attach schedule)	1,564,742	1,065,896	1,931,931
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	658,521	698,546	656,679
	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)	4,050,979	3,933,715	4,473,465	
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	4,050,979	3,933,715	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	4,050,979	3,933,715	
	31	Total liabilities and net assets/fund balances (see instructions) .	4,050,979	3,933,715	

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	4,050,979
2	Enter amount from Part I, line 27a	2	-117,264
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	3,933,715
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	3,933,715

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)
1 a FIDELITY - ACCT #9051			2017-12-31
b CAPITAL GAINS DIVIDENDS	P		
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 539,336		563,791	-24,455
b 74,862			74,862
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			-24,455
b			74,862
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	50,407
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	221,100	4,362,057	0 050687
2015	239,950	4,656,649	0 051528
2014	250,445	4,861,659	0 051514
2013	245,530	4,768,899	0 051486
2012	255,225	4,816,087	0 052994
2 Total of line 1, column (d)			0 258209
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			0 051642
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4,692,300
5 Multiply line 4 by line 3			242,320
6 Enter 1% of net investment income (1% of Part I, line 27b)			1,233
7 Add lines 5 and 6			243,553
8 Enter qualifying distributions from Part XII, line 4			236,840

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	2,465
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	2,465
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	2,465
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	2,424
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	2,424
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	41
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ▶ Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
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 ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	No
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ VA _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	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)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of BARBARA B UKROP Telephone no (804) 327-7520			

Located at **2001 MAYWILL STREET RICHMOND VA** ZIP+4 **23230**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 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? 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 ▶	16	Yes	No

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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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			
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). ☐ Yes ☒ No 3b			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a			No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 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			
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>				
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	
	<i>If "Yes" to 6b, file Form 8870</i>				
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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
JAMES E UKROP 2001 MAYWILL STREET SUITE 100 RICHMOND, VA 23230	DIRECTOR 0 50	0	0	0
BARBARA B UKROP 2001 MAYWILL STREET SUITE 100 RICHMOND, VA 23230	PRESIDENT 0 50	0	0	0
ROBERT S UKROP 2001 MAYWILL STREET SUITE 100 RICHMOND, VA 23230	SECRETARY 0 50	0	0	0
JOSEPH E UKROP 2001 MAYWILL STREET SUITE 100 RICHMOND, VA 23230	DIRECTOR 0 50	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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) 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	4,485,488
b	Average of monthly cash balances.	1b	278,268
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	4,763,756
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	4,763,756
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	71,456
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	4,692,300
6	Minimum investment return. Enter 5% of line 5.	6	234,615

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	234,615
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	2,465
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,465
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	232,150
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	232,150
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	232,150

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	236,840
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	236,840
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	236,840

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				232,150
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.				16,073
b From 2013.				9,888
c From 2014.				10,215
d From 2015.				8,271
e From 2016.				5,421
f Total of lines 3a through e.	49,868			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 236,840				
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.				232,150
e Remaining amount distributed out of corpus	4,690			
5 Excess distributions carryover applied to 2017 (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	54,558			
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).	16,073			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	38,485			
10 Analysis of line 9				
a Excess from 2013.				9,888
b Excess from 2014.				10,215
c Excess from 2015.				8,271
d Excess from 2016.				5,421
e Excess from 2017.				4,690

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)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
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					

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

Part XV	
1 Information Regarding Foundation Managers:	
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))	
b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.	
a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed BARBARA UKROP 2001 MAYWILL STREET SUITE 100 RICHMOND, VA 23230 (804) 340-4094	
b The form in which applications should be submitted and information and materials they should include APPLICATIONS SHOULD BE IN WRITTEN FORM, AND APPLICANTS SHOULD BE QUALIFIED SECTION 501(C)(3) ORGANIZATIONS. A COPY OF THE IRS LETTER DETERMINING CHARITABLE TAX-EXEMPT STATUS SHOULD BE ATTACHED	
c Any submission deadlines APPLICATIONS ARE ACCEPTED YEAR-ROUND	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors GRANTS ARE LIMITED TO QUALIFIED SECTION 501(C)(3) ORGANIZATIONS THAT ARE DESCRIBED IN SECTION 509(A)(1), (2), OR (3) AS PUBLICLY SUPPORTED ORGANIZATIONS	

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	236,840
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2017)

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		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.		
	*****	2018-05-02	*****
	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
	JOSEPH S NADDER III		2018-05-02		P01240960
	Firm's name ► DIXON HUGHES GOODMAN LLP				Firm's EIN ► 56-0747981
Firm's address ► 901 EAST CARY STREET SUITE 1000 RICHMOND, VA 23219					Phone no (804) 282-7636

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a Paid during the year				
A GRACE PLACE ADULT CARE CENTER 8030 STAPLES MILL RD HENRICO, VA 23228		PC	OPERATIONS	1,000
ACTS (AREA CONGREGATIONS TOGETHER IN SERVICE) 1 N 5TH ST STE 400 RICHMOND, VA 23219		PC	OPERATIONS	2,000
ALZHEIMERS ASSOCIATION (GREATER RICHMOND CHAPTER) 4600 COX ROAD STE 130 GLEN ALLEN, VA 23060		PC	OPERATIONS	4,000
AMERICAN RED CROSS - GREATER RICHMOND CHAPTER 420 EAST CARY ST RICHMOND, VA 23219		PC	\$1,000 DESIGNATED FOR DISASTER RELIEF, \$1,500 FOR GENERAL	2,500
AMP METRO RICHMOND 7330 STAPLES MILL RD 159 RICHMOND, VA 23228		PC	OPERATIONS	500
Total ▶ 3a				236,840

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

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
ASSOCIATION FOR THE PRESERVATION OF VA ANTIQUITIES 1365 COLONIAL PARKWAY JAMESTOWN, VA 23081		PC	JAMESTOWN REDISCOVERY PROJECT	1,000
BETTER HOUSING COALITION PO BOX 12117 RICHMOND, VA 23241		PC	"CHURCH HILL AWAKENING" CAMPAIGN	10,000
BOLLING HAXALL HOUSE FOUNDATION 211 E FRANKLIN ST RICHMOND, VA 23219		PC	OPERATIONS	250
CAMPUS CRUSADE FOR CHRIST 100 LAKE HART DR ORLANDO, FL 32832		PC	ACCT #0359544 C/O MCDOWELL	1,000
CAPITAL TREES200 S THIRD STREET RICHMOND, VA 23219		PC	LOW LINE PROJECT	8,000
Total ▶ 3a				236,840

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
CHAMBERRVA 919 E MAIN STREET STE 1700 RICHMOND, VA 23219		PC	CONTRIBUTION TO COVER MEMBERSHIP AND CONTRIBUTION NO DESIGNATION NECESSARY, ROB KNOWS HOW TO APPLY	1,000
CULTUREWORKS INC 1906-A NORTH HAMILTON ST RICHMOND, VA 23230		PC	OPERATIONS	2,500
DANCING CLASSROOMS GREATER RICHMOND 5806 GROVE AVE MAILBOX 330 RICHMOND, VA 23226		PC	\$4,000 FOR SWANSBORO ELEM SCHOOL, \$4,000 FOR CHIMBORAZO SCHOOL	8,000
ELEGBA FOLKLORE SOCIETY 101 E BROAD ST RICHMOND, VA 23219		PC	OPERATIONS	1,000
EPISCOPAL DIOCESE OF VIRGINIA 110 W FRANKLIN ST RICHMOND, VA 23220		PC	OPERATIONS	1,000
Total 3a				236,840

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
FULL CIRCLE GRIEF CENTER 10611 PATTERSON AVENUE BLDG 201 RICHMOND, VA 23238		PC	OPERATIONS	1,000
GOODWILL INDUSTRIES OF CENTRAL VIRGINIA INC 6301 MIDLOTHIAN TURNPIKE RICHMOND, VA 23225		PC	ANNUAL FUND	1,000
GOODWILL INDUSTRIES OF CENTRAL VIRGINIA INC 6301 MIDLOTHIAN TURNPIKE RICHMOND, VA 23225		PC	"THE POWER OF YOU" CAPITAL CAMPAIGN	10,000
GREATER RICHMOND ARC 3600 SAUNDERS AVE RICHMOND, VA 23227		PC	ARCPARK PROJECT	5,000
GREATER RICHMOND CHAMBER BUSINESS FOUNDATION 919 E MAIN STREET STE 1700 RICHMOND, VA 23219		PC	OPERATIONS	2,500
Total ▶ 3a				236,840

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

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
GREATER RICHMOND SCAN 103 E GRACE ST RICHMOND, VA 23219		PC	RICHMOND CASA	500
HISTORIC PETERSBURG FOUNDATION PO BOX 691 PETERSBURG, VA 23804		PC	OPERATIONS	1,000
HISTORIC RICHMOND FOUNDATION 4 E MAIN ST STE 1C RICHMOND, VA 23219		PC	OPERATIONS	3,000
INTERNATIONAL JUSTICE MISSION PO BOX 96961 WASHINGTON, DC 20090		PC	FOR "IJM DOMINICAN REPUBLIC, IN HONOR OF LAUREL & GRAHAM HENSHAW	500
J SARGEANT REYNOLDS COMMUNITY COLLEGE EDUCATIONAL FOUNDATION PO BOX 26924 RICHMOND, VA 23261		PC	OPERATIONS	2,500
Total ► 3a				236,840

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
JAMES RIVER ASSOCIATION 4833 OLD MAIN STREET RICHMOND, VA 23231		PC	OPERATIONS	1,500
JAMES RIVER WRITERS 2319 E BROAD ST RICHMOND, VA 23223		PC	OPERATIONS	500
LEADERSHIP METRO RICHMOND (LMR) 9211 FOREST HILL AVE STE 200-A RICHMOND, VA 23235		PC	\$1,000 FROM JIM, \$1,000 FROM BOBBIE	2,000
LEWIS GINTER BOTANICAL GARDEN INC 1800 LAKESIDE AVE RICHMOND, VA 23228		PC	OPERATIONS	1,000
LOCAL INITIATIVES SUPPORT CORPORATION (LISC) 413 STUART CIRCLE STE 300 RICHMOND, VA 23220		PC	OPERATIONS	5,000
Total 				236,840
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
MR MAC FOUNDATION 1214 E CARY STREET RICHMOND, VA 23219		PC	OPERATIONS	1,000
PIEDMONT ENVIRONMENTAL COUNCIL PO BOX 460 WARRENTON, VA 20188		PC	OPERATIONS	1,000
PODIUM FOUNDATION320 HULL ST 202 RICHMOND, VA 23224		PC	OPERATIONS	1,000
RAIL SOLUTION342 HIGH ST SALEM, VA 24153		PC	\$250 GENERAL PURPOSE, \$1,000 MICHAEL TESTERMAN'S TRAVEL EXPENSES	1,250
RICHMOND BALLET407 E CANAL ST RICHMOND, VA 23219		PC	\$12,500 FOR MINDS IN MOTION @ SWANSBORO ELEMENTARY, \$2,000 FOR ANNUAL FUND	14,500
Total ▶ 3a				236,840

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
RICHMOND BOYS CHOIR 200 S THIRD STREET RICHMOND, VA 23219		PC	OPERATIONS	1,000
RICHMOND BRIDGEPARK FOUNDATION 901 E BYRD STREET STE 100 RICHMOND, VA 23219		PC	OPERATIONS	5,000
RICHMOND PUBLIC SCHOOLS EDUCATION FOUNDATION 301 N 9TH ST 17TH FLOOR RICHMOND, VA 23219		PC	OPERATIONS	855
SCIENCE MUSEUM OF VIRGINIA FOUNDATION PO BOX 11624 RICHMOND, VA 23230		PC	OPERATIONS	1,500
THE BLACK HISTORY MUSEUM & CULTURAL CENTER OF VIRGINIA 122 W LEIGH ST RICHMOND, VA 23220		PC	OPERATIONS	2,000
Total ▶ 3a				236,840

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

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
THE DOORWAYS612 E MARSHALL ST RICHMOND, VA 23219		PC	OPERATIONS	1,000
TRICYCLE GARDENS 2314 JEFFERSON AVE RICHMOND, VA 23223		PC	OPERATIONS	3,000
VCU MASSEY CANCER CENTER PO BOX 980214 RICHMOND, VA 23298		PC	MASSEY CANCER CENTER (PO BOX 980214 CORRECT PER STEPHANIE JENKS AT VCU)	1,000
VENTURE RICHMOND INC 200 S THIRD ST RICHMOND, VA 23219		PC	OPERATIONS	2,500
VIRGINIA EARLY CHILDHOOD FOUNDATION 1703 N PARHAM RD STE 110 RICHMOND, VA 23229		PC	OPERATIONS	5,000
Total ▶ 3a				236,840

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
VIRGINIA UNION UNIVERSITY 1500 N LOMBARDY ST RICHMOND, VA 23220		PC	GENERAL FUND	1,500
ANNA JULIA COOPER EPISCOPAL SCHOOL 2124 N 29TH ST RICHMOND, VA 23223		PC	OPERATIONS	250
CAPITAL TREES 200 SOUTH THIRD STREET RICHMOND, VA 23219		PC	OPERATIONS	150
CARITASPO BOX 25790 RICHMOND, VA 23260		PC	OPERATIONS	1,000
COLLEGE OF WILLIAM AND MARY PO BOX 8795 WILLIAMSBURG, VA 23187		PC	FUND FOR WILLIAM AND MARY \$1,200 / SWEM LIBRARY \$100 / TRIBE CLUB \$100 / MASON SCHOOL OF BUSINESS \$1	1,500
Total ► 3a				236,840

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
DARDEN SCHOOL FOUNDATION PO BOX 7726 CHARLOTTESVILLE, VA 22906		PC	DARDEN ANNUAL FUND	2,500
DAVIDSON COLLEGEBOX 7162 DAVIDSON, NC 28035		PC	ANNUAL FUND	1,000
FAISON CENTER1701 BYRD AVE RICHMOND, VA 23230		PC	OPERATIONS	250
FRIENDS OF HOLLYWOOD CEMETERY 412 SOUTH CHERRY ST RICHMOND, VA 23220		PC	OPERATIONS	250
HISTORIC RICHMOND FOUNDATION 4 EAST MAIN ST STE 1-C RICHMOND, VA 23219		PC	OPERATIONS	2,500
Total 				236,840
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
LAFAYETTE PROTESTANT CEMETERY 407 GIRARD PARK DR LAFAYETTE, LA 70503		PC	OPERATIONS	110
MONROE PARK CONSERVANCY PO BOX 25926 RICHMOND, VA 23260		PC	OPERATIONS	2,500
PETER PAUL DEVELOPMENT CENTER 1708 N 22ND ST RICHMOND, VA 23223		PC	OPERATIONS	250
ST ANDREW'S SCHOOL 227 SOUTH CHERRY ST RICHMOND, VA 23220		PC	OPERATIONS	250
ST BERNARD PROJECT8324 PARC PLACE CHALMETTE, LA 70043		PC	OPERATIONS	200
Total ▶ 3a				236,840

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

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
ST CHRISTOPHER'S SCHOOL 711 ST CHRISTOPHERS RD RICHMOND, VA 23226		PC	ANNUAL FUND	2,900
ST CHRISTOPHER'S SCHOOL 711 ST CHRISTOPHERS RD RICHMOND, VA 23226		PC	SENIOR CLASS AND PERFORMING ARTS	20,000
ST JAMES'S CHILDREN'S CENTER 1205 WEST FRANKLIN ST RICHMOND, VA 23220		PC	OPERATIONS	500
ST JOHN'S CHURCH FOUNDATION 2319 E BROAD ST RICHMOND, VA 23223		PC	OPERATIONS	125
THE VALENTINE1015 E CLAY ST RICHMOND, VA 23219		PC	OPERATIONS	500
Total ▶ 3a				236,840

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
TULANE UNIVERISTYPO BOX 61075 NEW ORLEANS, LA 70161		PC	SCHOOL OF SCIENCE & ENGINEERING	1,500
VCU MASSEY CANCER CENTER BOX 980214 RICHMOND, VA 23298		PC	OPERATIONS	250
VIRGINIA MUSEUM OF FINE ARTS FOUNDATION (VMFA) 200 N BOULEVARD RICHMOND, VA 23220		PC	ANNUAL FUND	5,000
VIRGINIA MUSEUM OF FINE ARTS FOUNDATION (VMFA) 200 N BOULEVARD RICHMOND, VA 23220		PC	CAPITAL ARTSHARE	12,500
YMCA OF GREATER RICHMOND 2 W FRANKLIN ST RICHMOND, VA 23220		PC	OPERATIONS	500
Total 				236,840
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a Paid during the year				
1708 GALLERY319 W BROAD ST RICHMOND, VA 23220		PC	OPERATIONS	8,500
ACTS (AREA CONGRAGATIONS TOGETHER IN SERVICE) 1 N 5TH STREET STE 400 RICHMOND, VA 23219		PC	OPERATIONS	10,000
ALZHEIMER'S ASSOCIATION 4600 COX RD STE 130 GLEN ALLEN, VA 23060		PC	OPERATIONS	1,000
AMERICAN RED CROSS 420 EAST CARY ST RICHMOND, VA 23219		PC	OPERATIONS	2,500
ANNA JULIA COOPER EPISCOPAL SCHOOL 2124 N 29TH ST RICHMOND, VA 23223		PC	OPERATIONS	2,000
Total ▶ 3a				236,840

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
ART 180114 W MARSHALL ST RICHMOND, VA 23220		PC	OPERATIONS	1,000
BOYS AND GIRLS CLUB OF PETERSBURG 5511 STAPLES MILL RD STE 301 RICHMOND, VA 23228		PC	OPERATIONS	1,000
BOYS AND GIRLS CLUB OF RICHMOND 5511 STAPLES MILL RD STE 301 RICHMOND, VA 23228		PC	OPERATIONS	1,000
CAPITAL TREES5111 CARY STREET RD RICHMOND, VA 23226		PC	OPERATIONS	1,000
CODEVA300 E BROAD ST RICHMOND, VA 23219		PC	OPERATIONS	1,000
Total ▶ 3a				236,840

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

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
CULTUREWORKS 1906-A NORTH HAMILTON ST RICHMOND, VA 23230		PC	OPERATIONS	500
ENRICHMOND FOUNDATION 100 NORTH 17TH ST RICHMOND, VA 23219		PC	OPERATIONS	1,000
LIBRARY OF VIRGINIA FOUNDATION 800 E BROAD ST RICHMOND, VA 23219		PC	OPERATIONS	1,000
MAYMONT FOUNDATION 1700 HAMPTON ST RICHMOND, VA 23220		PC	OPERATIONS	1,000
PETER PAUL DEVELOPMENT CENTER 1708 N 22ND ST RICHMOND, VA 23223		PC	OPERATIONS	1,000
Total ► 3a				236,840

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
RICHMOND BALLET407 E CANAL ST RICHMOND, VA 23219		PC	OPERATIONS	1,000
RICHMOND CYCLING CORPS 1717 SUMMIT AVE RICHMOND, VA 23230		PC	OPERATIONS	1,000
RICHMOND PERFORMING ARTS ALLIANCE (FORMERLY CENTERSTAGE FOUNDATION) 600 E GRACE ST SUITE 400 RICHMOND, VA 23219		PC	OPERATIONS	1,000
SENIOR CONNECTIONS24 E CARY ST RICHMOND, VA 23219		PC	OPERATIONS	1,000
SPORTS BACKERS 100 AVENUE OF CHAMPIONS STE 300 RICHMOND, VA 23230		PC	OPERATIONS	5,000
Total 				236,840
3a				

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

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
ST JAMES'S CHILDREN'S CENTER 1205 WEST FRANKLIN ST RICHMOND, VA 23220		PC	OPERATIONS	2,000
THE SHEPHERD'S CENTER OF CHESTERFIELD 6800 LUCY CORR BOULEVARD / PO DRAWER 170 CHESTERFIELD, VA 23832		PC	OPERATIONS	3,000
UNITED WAY OF GREATER RICHMOND PO BOX 11807 RICHMOND, VA 23230		PC	OPERATIONS	2,500
VCU MASSEY CANCER CENTER BOX 980214 RICHMOND, VA 23298		PC	OPERATIONS	1,000
VCU SCHOOL OF ARTS 325 N HARRISON ST RICHMOND, VA 23284		PC	OPERATIONS	2,500
Total ► 3a				236,840

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
VIRGINIA REPERTORY THEATRE 114 W BROAD ST RICHMOND, VA 23220		PC	OPERATIONS	1,000
VISUAL ARTS CENTER OF RICHMOND 1812 WEST MAIN ST RICHMOND, VA 23220		PC	OPERATIONS	1,000
VMFA (VIRGINIA MUSEUM OF FINE ARTS) 200 N BOULEVARD RICHMOND, VA 23220		PC	OPERATIONS	1,000
Total ▶ 3a				236,840

TY 2017 Accounting Fees Schedule**Name:** TESCO FOUNDATION**EIN:** 27-2314595**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	2,095	2,095		0

TY 2017 Investments Corporate Bonds Schedule

Name: TESCO FOUNDATION

EIN: 27-2314595

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FIDELITY #9051 - HEDGES & HARD ASSETS	1,065,896	1,931,931

TY 2017 Investments Corporate Stock Schedule

Name: TESCO FOUNDATION

EIN: 27-2314595

Name of Stock	End of Year Book Value	End of Year Fair Market Value
FIDELITY #9051 - EQUITY	1,778,761	1,494,343

TY 2017 Investments - Other Schedule

Name: TESCO FOUNDATION

EIN: 27-2314595

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
FIDELITY #9051 - FIXED INCOME	AT COST	698,546	656,679

TY 2017 Other Expenses Schedule**Name:** TESCO FOUNDATION**EIN:** 27-2314595**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SCC REGISTRATION	25	25		0

TY 2017 Other Professional Fees Schedule**Name:** TESCO FOUNDATION**EIN:** 27-2314595

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	33,446	33,446		0

TY 2017 Taxes Schedule**Name:** TESCO FOUNDATION**EIN:** 27-2314595

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAXES	3,692	0		0
FOREIGN TAXES	3,267	3,267		0