

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

Name of foundation DOROTHY M OVERCASH CHARITABLE TRUST FIRST BANK TRUSTEE		A Employer identification number 54-6498083	
Number and street (or P O box number if mail is not delivered to street address) 1835 VALLEY AVENUE		Room/suite	B Telephone number (see instructions) (540) 678-2712
City or town, state or province, country, and ZIP or foreign postal code WINCHESTER, VA 22601		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,828,747	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)	0			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	38,564	38,564		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	6,614			
	b Gross sales price for all assets on line 6a 381,063				
	7 Capital gain net income (from Part IV, line 2)		6,614		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	45,178	45,178		
	13 Compensation of officers, directors, trustees, etc	17,986	14,389		3,597
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,295	648		647
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	19,281	15,037		4,244
	25 Contributions, gifts, grants paid	77,000			77,000
	26 Total expenses and disbursements. Add lines 24 and 25	96,281	15,037		81,244
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-51,103			
	b Net investment income (if negative, enter -0-)		30,141		
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			
	2	Savings and temporary cash investments	101,399	62,771	62,771
	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)	107,176	107,176	102,281
	b	Investments—corporate stock (attach schedule)	571,946	615,683	942,877
	c	Investments—corporate bonds (attach schedule)	450,281	552,495	560,872
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	276,693	118,267	159,946
	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)	1,507,495	1,456,392	1,828,747	
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	1,507,495	1,456,392	
	30	Total net assets or fund balances (see instructions)	1,507,495	1,456,392	
31	Total liabilities and net assets/fund balances (see instructions) .	1,507,495	1,456,392		

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	1,507,495
2	Enter amount from Part I, line 27a	2	-51,103
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	1,456,392
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	1,456,392

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	6,614
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	78,586	1,647,731	0 047693
2015	53,166	1,741,671	0 030526
2014	43,959	1,056,136	0 041622
2013	43,396	887,698	0 048886
2012	42,931	854,050	0 050268
2 Total of line 1, column (d)			2 0 218995
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 043799
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 1,716,736
5 Multiply line 4 by line 3			5 75,191
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 301
7 Add lines 5 and 6			7 75,492
8 Enter qualifying distributions from Part XII, line 4			8 81,244

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	301
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	301
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	301
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	539
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	539
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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	238
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ▶ 238 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)? <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 ▶ \$ 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? <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	Yes
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 FIRST BANK Telephone no (540) 678-2712			

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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)? ☐ Organizations relying on a current notice regarding disaster assistance check here. ☐	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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		
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
FIRST BANK 1835 VALLEY AVENUE WINCHESTER, VA 22601	TRUSTEE 0 50	17,986	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	(d) Contributions to employee benefit plans and deferred compensation	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 N/A - ALL EXPENSES ATTRIBUTABLE TO GRANTS AND ADMINISTERING GRANT PROGRAMS	0
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	1,672,448
b	Average of monthly cash balances.	1b	70,431
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,742,879
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	1,742,879
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	26,143
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,716,736
6	Minimum investment return. Enter 5% of line 5.	6	85,837

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	85,837
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	301
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	301
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	85,536
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	85,536
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	85,536

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	81,244
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	81,244
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	301
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	80,943

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				85,536
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			60,874	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>81,244</u>				
a Applied to 2016, but not more than line 2a			60,874	
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.				20,370
e Remaining amount distributed out of corpus	0			
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	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 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				65,166
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).	0			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016.				
e Excess from 2017.				

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					

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 e-mail address of the person to whom applications should be addressed

FIRST BANK
1835 VALLEY AVENUE
WINCHESTER, VA 22601
(540) 678-2712

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

NO SPECIAL FORMAT REQUIRED APPLICANTS MUST DEMONSTRATE THEIR CHARITABLE PURPOSE IS WITHIN THE PARAMETERS OF THE FOUNDATION PURPOSE AND MUST PROVIDE A COPY OF THEIR IRS EXEMPT STATUS DETERMINATION

c Any submission deadlines

NONE

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

NONE

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	77,000
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities.			14	38,564	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	6,614	
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		45,178	0
13 Total. Add line 12, columns (b), (d), and (e).			13		45,178

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

	Yes	No
--	-----	----

--	--	--

1a(1)		No
1a(2)		No

--	--	--

1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No

1c		No
----	--	----

value
ue

[illegible]

described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

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

**Sign
Here**

* * * * *

Title

(see instr)? ☒ Yes ☐ No

Print/Type preparer's name ELAINE M CAIN CPA	Preparer's Signature	Date 2018-05-08	Check if self-employed ▶ ☐	PTIN P00355359
Firm's name ▶ YOUNT HYDE & BARBOUR PC				Firm's EIN ▶ 54-1149263
Firm's address ▶ PO BOX 2560 WINCHESTER, VA 226041760				Phone no (540) 662-3417

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
100 SHS AKAMAI TECHNOLOGIES	P	2014-01-14	2017-01-31
200 SHS AKAMAI TECHNOLOGIES	P	2014-12-22	2017-01-31
100 SHS AKAMAI TECHNOLOGIES	P	2014-12-31	2017-01-31
100 SHS AKAMAI TECHNOLOGIES	P	2015-06-30	2017-01-31
200 SHS BRISTOL MYERS SQUIBB CO	P	2014-06-30	2017-06-08
100 SHS BRISTOL MYERS SQUIBB CO	P	2014-12-22	2017-06-08
300 SHS BRISTOL MYERS SQUIBB CO	P	2014-12-31	2017-06-08
100 SHS BRISTOL MYERS SQUIBB CO	P	2015-04-09	2017-06-08
200 SHS IBERIABANK CORP	P	2017-03-21	2017-11-28
50 SHS IBERIABANK CORP	P	2017-03-22	2017-11-28

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
6,868		4,746	2,122
13,736		12,784	952
6,868		6,359	509
6,868		6,974	-106
10,602		9,721	881
5,301		6,062	-761
15,902		17,768	-1,866
5,301		6,344	-1,043
15,237		15,367	-130
3,809		3,770	39

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			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			2,122
			952
			509
			-106
			881
			-761
			-1,866
			-1,043
			-130
			39

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
350 SHS PAYPAL HOLDINGS INC	P	2012-01-04	2017-04-12
100 SHS PRAXAIR INC	P	2006-01-27	2017-09-29
50 SHS RED HAT INC	P	2013-10-31	2017-09-06
250 SHS ROCKWELL COLLINS	P	2015-06-13	2017-02-01
200 SHS TRACTOR SUPPLY CO	P	2016-07-21	2017-03-22
225 SHS WABTEC CORP	P	2017-02-01	2017-10-03
100 SHS WABTEC CORP	P	2017-02-24	2017-10-03
100 SHS WABTEC CORP	P	2017-03-07	2017-10-03
200 SHS WILLIAMS SONOMA INC	P	2013-03-05	2017-01-05
150 SHS WILLIAMS SONOMA INC	P	2013-10-31	2017-01-05

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
14,851		6,296	8,555
13,960		7,667	6,293
5,348		2,172	3,176
22,564		21,791	773
13,716		18,156	-4,440
17,171		19,565	-2,394
7,631		7,863	-232
7,631		7,983	-352
9,838		9,145	693
7,378		7,930	-552

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	
			8,555
			6,293
			3,176
			773
			-4,440
			-2,394
			-232
			-352
			693
			-552

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
27 SHS GENPACT LIMITED	P	2013-08-27	2017-02-02
573 SHS GENPACT LIMITED	P	2013-08-27	2017-02-02
300 SHS GENPACT LIMITED	P	2013-10-31	2017-02-02
3933 910 SHS WILLIAM BLAIR MACRO ALLOC	P	2015-02-19	2017-01-05
3314 917 SHS WILLIAM BLAIR LOW DURATION FUND-I	P	2015-02-20	2017-04-06
1672 241 SHS WILLIAM BLAIR LOW DURATION FUND-I	P	2015-02-20	2017-09-06
1446 847 SHS WILLIAM BLAIR LOW DURATION FUND-I	P	2015-02-20	2017-10-18
200 SHS ISHARES BARCLAYS TIPS BOND ETF	P	2013-01-04	2017-01-06
200 SHS ISHARES BARCLAYS TIPS BOND ETF	P	2013-01-29	2017-01-06
CAPITAL GAIN DISTRIBUTION	P		

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)
661		519	142
14,023		11,023	3,000
7,342		6,018	1,324
45,043		50,000	-4,957
30,000		31,028	-1,028
15,000		15,652	-652
12,949		13,542	-593
22,684		24,092	-1,408
22,684		24,112	-1,428
97			97

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	
			142
			3,000
			1,324
			-4,957
			-1,028
			-652
			-593
			-1,408
			-1,428
			97

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>				
WINCHESTER CITY PUBLIC SCHOOLS 12 NORTH WASHINGTON STREET WINCHESTER, VA 22601	NONE	PUBLIC CHARITY	SCHOLARSHIPS	11,000
HENRY & WILLIAM EVANS HOME FOR CHILDREN INC 300 EAST LEICESTER STREET WINCHESTER, VA 22601	NONE	PUBLIC CHARITY	GENERAL PURPOSE	7,400
KERNSTOWN BATTLEFIELD ASSOCIATION PO BOX 1327 WINCHESTER, VA 22604	NONE	PUBLIC CHARITY	PRITCHARD FOUNDATION	7,400
PRESBYTERIAN COLLEGE CHURCH 418 COLLEGE ROAD HAMPDEN SYDNEY, VA 23943	NONE	PUBLIC CHARITY	GENERAL PURPOSE	7,400
SALVATION ARMY 300 FORT COLLIER ROAD WINCHESTER, VA 22603	NONE	PUBLIC CHARITY	CAMP HAPPY LAND	7,400
Total ► 3a				77,000

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>				
C-CAP112 SOUTH KENT STREET WINCHESTER, VA 22601	NONE	PUBLIC CHARITY	GENERAL PURPOSE	4,500
WINCFRED COUNTY HISTORICAL SOCIETY 1340 SOUTH PLEASANT VALLEY ROAD WINCHESTER, VA 22601	NONE	PUBLIC CHARITY	GENERAL PURPOSE	4,500
WINCHESTER AREA TEMPORARY THERMAL SHELTER 217 OPEQUON CHURCH LANE WINCHESTER, VA 22602	NONE	PUBLIC CHARITY	GENERAL PURPOSE	4,500
STONE HOUSE FOUNDATION PO BOX 143 STEPHENS CITY, VA 22655	NONE	PUBLIC CHARITY	GENERAL PURPOSE	4,000
HANDLEY HIGH SCHOOL MUSEUM & ARCHIVE PO BOX 910 WINCHESTER, VA 22604	NONE	PUBLIC CHARITY	MUSEUM/ARCHIVE	3,600
Total ► 3a				77,000

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>				
SALVATION ARMY OF WINCHESTER 300 FORT COLLIER ROAD WINCHESTER, VA 22603	NONE	PUBLIC CHARITY	GENERAL PURPOSE	3,000
BIG BROTHERS BIG SISTERS OF WINCFREDCLARK COUNTIES 121 YOUTH DEVELOPMENT COURT WINCHESTER, VA 22602	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000
BLUE RIDGE HOSPICE 333 W CORK ST 405 WINCHESTER, VA 22601	NONE	PUBLIC CHARITY	CAMP HOPE	2,000
BOYS & GIRLS CLUB OF NORTHERN SHENANDOAH VALLEY 2400 ROOSEVELT BLVD WINCHESTER, VA 22601	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000
OLD COURTHOUSE CIVIL WAR MUSEUM 20 NORTH LOUDOUN STREET WINCHESTER, VA 22601	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000
Total 3a				77,000

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>				
SPECIAL LOVE 117 YOUTH DEVELOPMENT COURT WINCHESTER, VA 22602	NONE	PUBLIC CHARITY	CAMP FANTASTIC	2,000
FREEMONT STREET NURSERY INC 533 FREEMONT STREET WINCHESTER, VA 22601	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
WINCHESTER DAY NURSERY 133 LINCOLN STREET WINCHESTER, VA 22601	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
FREDERICK COUNTY SHERIFFS YOUTH CAMP 1080 COVERSTONE DRIVE WINCHESTER, VA 22602	NONE	PUBLIC CHARITY	GENERAL PURPOSE	300
Total 3a				77,000

TY 2017 Accounting Fees Schedule

Name: DOROTHY M OVERCASH CHARITABLE TRUST
FIRST BANK TRUSTEE

EIN: 54-6498083

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	1,295	648		647

TY 2017 Investments Corporate Bonds Schedule

Name: DOROTHY M OVERCASH CHARITABLE TRUST
FIRST BANK TRUSTEE

EIN: 54-6498083

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
0/25,000 SHS SHERWIN WILLIAMS CO 2.250% BOND	24,902	24,916
0/25,000 SHS BIOGEN 3.625% BOND	25,799	25,909
50,000 SHS DOLLAR GENERAL CORP 4.150% BOND	51,513	52,928
25,000 SHS NATIONAL OILWELL VARCO 2.6% BOND	23,054	24,414
25,000 SHS CHURCH & DWIGHT CO INC. 2.875 % BOND	24,751	25,030
25,000 SHS VERIZON COMMUNICATIONS 3.5% BOND	25,203	25,744
25,000 SHS LABORATORY CORP 4.0% BOND	25,359	25,954
50,000 SHS HEWLETT-PACKARD CO 4.3% BOND	49,709	52,422
50,000 SHS ABBOTT LABORATORIES 2.900% BOND	49,927	50,579
50,000 SHS ANHEUSER-BUSCH INBEV FIN 2.560% BOND	50,041	50,251
50,000 SHS FORTUNE BRANDS HOME & SECURITY 3.00% BOND	50,097	50,451
50,000 SHS ACTAVIS FUNDING SCS 2.35% BOND	50,305	50,040
50,000 SHS VISA INC 2.800% BOND	50,591	50,732
50,000 SHS CELGENE CORP 3.55% BOND	51,244	51,502

TY 2017 Investments Corporate Stock Schedule

Name: DOROTHY M OVERCASH CHARITABLE TRUST
 FIRST BANK TRUSTEE
EIN: 54-6498083

Name of Stock	End of Year Book Value	End of Year Fair Market Value
0/400 SHS GLACIER BANCORP INC	16,082	15,756
0/17 SHS AMAZON COM INC	16,351	19,881
0/300 SHS INTERNCONTINENTAL EXCHANGE INC	19,851	21,168
0/150 SHS WATSCO INC	21,589	25,506
0/1,000 SHS FIFTH THIRD BANCORP	24,823	30,340
0/425 SHS WABTEC CORP	29,985	34,607
0/35 SHS ALPHABET INC CL A	28,843	36,869
175/525 SHS FORTIVE CORP	24,866	37,984
200 SHS CELGENE CORP	5,284	20,872
200 SHS INVESCO LIMITED	6,774	7,308
200 SHS ECOLAB INC COM	8,874	26,836
230 SHS APPLE INC	11,563	38,923
200 SHS MCCORMICK & CO	12,445	20,382
350 SHS DANAHER CORP	13,548	32,487
600/500 SHS FASTENAL CO	14,134	27,345
250 SHS UNITED PARCEL SERVICE	15,820	29,788
400 SHS COLGATE-PAMOLIVE	16,140	30,180
250/150 SHS PRAXAIR INC	11,501	23,202
200 SHS WALT DISNEY COMPANY	19,562	21,502
450/500 SHS RED HAT INC	26,130	60,050
300 SHS EOG RESOURCES	21,703	32,373
450/600 SHS AMETEK INC NEW	29,714	43,482
150/200 SHS COSTCO WHOLESALE CORP NEW	30,817	37,224
400/600 SHS STARBUCKS CORP	34,206	34,458
500 SHS MICROSOFT CORP	25,524	42,770
400 SHS SALESFORCE.COM	28,117	40,892
400 SHS ADOBE SYS INC	29,663	70,096
400 SHS SCHLUMBERGER LTD	31,004	26,956
300 SHS UNION PAC CORP COM	40,770	53,640

TY 2017 Investments Government Obligations Schedule

Name: DOROTHY M OVERCASH CHARITABLE TRUST
FIRST BANK TRUSTEE

EIN: 54-6498083

**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:**

107,176

**State & Local Government
Securities - End of Year Fair
Market Value:**

102,281

TY 2017 Investments - Other Schedule

Name: DOROTHY M OVERCASH CHARITABLE TRUST
FIRST BANK TRUSTEE

EIN: 54-6498083

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
2,185.77 SHS WILLIAM BLAIR EM MUTUAL FUND	AT COST	35,000	40,939
2,569.23 SHS DODGE & COX MUTUAL FUND	AT COST	83,267	119,007