

Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

2018Department of the Treasury
Internal Revenue Service

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

▶ Do not enter social security numbers on this form as it may be made public.

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

Open to Public Inspection

For calendar year **2018** or tax year beginning , **2018**, and ending , **20**Name of foundation **WARDLE FAMILY FOUNDATION****A** Employer identification number

25-6290322

C/O WILLIAM G WARDLE, CHAIR

B Telephone number (see instructions)

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

(843) 263-5281

714 INGLESIDE LANE

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

CHARLOTTESVILLE, VA 22901

G Check all that apply☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change**H** Check type of organization:☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation**I** Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 12,997,060.**J** Accounting method ☒ Cash ☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

C If exemption application is pending, check here. ☐**D** 1 Foreign organizations, check here. ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here. ☐**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))

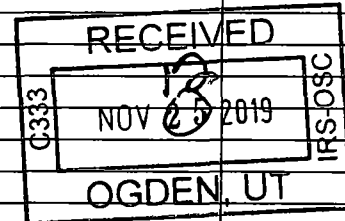
(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments	8,108.	8,108.		
4 Dividends and interest from securities	219,924.	219,924.		
5a Gross rents				
b Net rental income or (loss)	-8,368.			
6a Net gain or (loss) from sale of assets not on line 10	-204,788.			
b Gross sales price for all assets on line 6a	3,223,827.			
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule) ATCH 1	117,496.	102,582.		
12 Total. Add lines 1 through 11	140,740.	330,614.		
13 Compensation of officers, directors, trustees, etc.	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) ATCH 2	4,320.			4,320.
c Other professional fees (attach schedule) [3]	202,117.	82,117.		120,000.
17 Interest ATCH 4	15,473.	15,473.		
18 Taxes (attach schedule) (see instructions) [5]	17,309.	2,395.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	1,844.			1,844.
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 6	100,758.	93,033.		7,725.
24 Total operating and administrative expenses. Add lines 13 through 23.	341,821.	193,018.		133,889.
25 Contributions, gifts, grants paid	594,000.			594,000.
26 Total expenses and disbursements. Add lines 24 and 25	935,821.	193,018.	0.	727,889.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-795,081.			
b Net investment income (if negative, enter -0-)		137,596.		
c Adjusted net income (if negative, enter -0-)				



Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	375,231.	411,749.	411,749.
	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) ATCH 7	9,863,007.	8,759,408.	12,585,311.
	c Investments - corporate bonds (attach schedule).			
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶ (attach schedule)				
12 Investments - mortgage loans				
13 Investments - other (attach schedule)				
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶ (attach schedule)				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	10,238,238.	9,171,157.	12,997,060.	
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 . . . ▶ <input type="checkbox"/>			
	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 ▶ <input checked="" type="checkbox"/>			
	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.	9,966,238.	9,171,157.	
29 Retained earnings, accumulated income, endowment, or other funds . .				
30 Total net assets or fund balances (see instructions).	9,966,238.	9,171,157.		
31 Total liabilities and net assets/fund balances (see instructions)	9,966,238.	9,171,157.		

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	9,966,238.
2 Enter amount from Part I, line 27a.	2	-795,081.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	9,171,157.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,171,157.

Form 990-PF (2018)

Part IV Capital Gains and Losses for Tax on Investment Income(a) List and describe the kind(s) of property sold (for example, 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** SEE PART IV SCHEDULE**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****b****c****d****e**

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) FMV as of 12/31/69

(j) Adjusted basis
as of 12/31/69(k) Excess of col (i)
over col (j), if any**a****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**

-204,788.

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**

0.

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 doesn't qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see the 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))
2017	726,758.	13,238,746.	0.054896
2016	788,318.	12,832,404.	0.061432
2015	608,486.	13,299,687.	0.045752
2014	606,671.	14,393,144.	0.042150
2013	594,331.	12,718,321.	0.046730

2 Total of line 1, column (d)**2**

0.250960

3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by
the number of years the foundation has been in existence if less than 5 years**3**

0.050192

4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5**4**

14,024,066.

5 Multiply line 4 by line 3.**5**

703,896.

6 Enter 1% of net investment income (1% of Part I, line 27b).**6**

1,376.

7 Add lines 5 and 6.**7**

705,272.

8 Enter qualifying distributions from Part XII, line 4.**8**

727,889.

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 <input type="checkbox"/> and enter "N/A" on line 1		1	1,376.	
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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b				
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		2		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)				
3 Add lines 1 and 2				
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	1,376.	
6 Credits/Payments		7	14,914.	
a 2018 estimated tax payments and 2017 overpayment credited to 2018	6a			14,914.
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d		7	14,914.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	13,538.	
11 Enter the amount of line 10 to be Credited to 2019 estimated tax <input checked="" type="checkbox"/> 13,538. Refunded <input checked="" type="checkbox"/>		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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T		
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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions <input checked="" type="checkbox"/> PA, SC, VA,		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
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 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X	
14 The books are in care of ▶ WILLIAM G WARDLE, LLC Telephone no ▶ 843-263-5281 Located at ▶ 714 INGLESIDE LANE CHARLOTTESVILLE, VA ZIP+4 ▶ 22901		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here ▶ 15		
16 At any time during calendar year 2018, 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?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶		

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year, did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	X
Organizations relying on a current notice regarding disaster assistance, check here ▶ <input type="checkbox"/>		
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 2018?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
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 ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2018 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 2018)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
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 2018?	4b	X

Form 990-PF (2018)

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		Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> 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	<input type="checkbox"/>		
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? If "Yes," attach the statement required by Regulations section 53.4945-5(d)	<input type="checkbox"/>	Yes	<input type="checkbox"/> No
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870		6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?	<input type="checkbox"/>	Yes	<input type="checkbox"/> No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, and foundation managers and their compensation. See instructions.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 8		0.	0.	0.

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

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

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

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
ATCH 9		202,117.

Total number of others receiving over \$50,000 for professional services ►

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.

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 NONE	
2	
3	
4	

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE 	
2 	
All other program-related investments See instructions 3 NONE 	
Total. Add lines 1 through 3 ▶	

Form **990-PF** (2018)

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	13,751,602.
b	Average of monthly cash balances	1b	486,028.
c	Fair market value of all other assets (see instructions).	1c	
d	Total (add lines 1a, b, and c)	1d	14,237,630.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d.	3	14,237,630.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	213,564.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	14,024,066.
6	Minimum investment return. Enter 5% of line 5	6	701,203.

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	701,203.
2a	Tax on investment income for 2018 from Part VI, line 5 2a		1,376.
b	Income tax for 2018 (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b.	2c	1,376.
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	699,827.
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4	5	699,827.
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	699,827.

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	727,889.
b	Program-related investments - total from Part IX-B.	1b	
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	727,889.
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	1,376.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	726,513.

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				699,827.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.				
b Total for prior years 20 <u>16</u> , 20 <u>15</u> , 20 <u>14</u>				
3 Excess distributions carryover, if any, to 2018				
a From 2013				
b From 2014				
c From 2015				
d From 2016 150,772.				
e From 2017 80,919.				
f Total of lines 3a through e	231,691.			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>727,889.</u>				
a Applied to 2017, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions).				
d Applied to 2018 distributable amount.				699,827.
e Remaining amount distributed out of corpus.	28,062.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	259,753.			
b Prior years' undistributed income Subtract line 4b from line 2b.				
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				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019.				
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)				
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	259,753.			
10 Analysis of line 9				
a Excess from 2014				
b Excess from 2015				
c Excess from 2016 150,772.				
d Excess from 2017 80,919.				
e Excess from 2018 28,062.				

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

NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

2 a 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) 2018

(b) 2017

(c) 2016

(d) 2015

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 foundation 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))

NONE

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

NONE

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., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions

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

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

c Any submission deadlines:

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

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

Recipient		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 ATTACHED DETAIL SCHEDULE				SEE ATTACHED	594,000.
Total				▶ 3a	594,000.
b <i>Approved for future payment</i>					
Total				▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

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			14	8,108.	
4 Dividends and interest from securities			14	219,924.	
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			18	117,496.	
8 Gain or (loss) from sales of assets other than inventory			18	-204,788.	
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)				140,740.	
13 Total. Add line 12, columns (b), (d), and (e)					140,740.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

TAX SCHEDULE - FORM 990PF
 WARDLE FAMILY FOUNDATION
 EIN: 25-6290322

December 31, 2018

PART XV - SUPPLEMENTARY INFORMATION
 Line 3 - Grants and Contributions Paid During the Year

NAME AND ADDRESS	RELATIONSHIP	FOUNDATION STATUS	PURPOSE	AMOUNT
American Cancer Society, Inc 250 Williams St NW Atlanta, GA 30303	N/A	Public	Contribution for Relay for Life in Lansdale, PA	2,000
AMIkids Beaufort 60 Honeybee Island Rd Seabrook, SC 29940	N/A	Public	Contribution to General Fund	25,000
Beaufort-Jasper YMCA of the Lowcountry 1801 Richmond Ave Port Royal, SC 29935	N/A	Public	Contribution for Camp for the Children of Migrant Workers and Education for Young Adult Migrant Workers	25,000
Big Brothers Big Sisters of the Central Blue Ridge, Inc P O Box 814 Charlottesville, VA 22902	N/A	Public	Contribution for Youth in the Juvenile Justice System	10,000
Boys & Girls Clubs of Central Virginia P.O Box 707 Charlottesville, VA 22902	N/A	Public	Contribution for Southwood Club	10,000
Boys & Girls Clubs of the Lowcountry 10 Pinckney Colony Road, Suite 103 Bluffton, SC 29909	N/A	Public	Contribution for Clubs in Sheldon and the Shanklin and St Helena Elementary Schools	35,000
Bridges to Community, Inc 480 N Bedford Road Chappaqua, NY 10514	N/A	Public	Contribution to General Fund and for Education and School Building Expansion in Nicaragua	50,000
Bucks County S P C A P O Box 277 Lahaska, PA 18931	N/A	Public	Contribution to General Fund	1,000
Building Goodness Foundation P O Box 4325 Charlottesville, VA 22905	N/A	Public	Contribution for Construction of Health Care Clinic in Nicaragua and Hurricane Matthew Relief Through Housing Construction in Haiti	50,000
Children's Homes of Iredell County, Inc P O. Box 451 Statesville, NC 28687	N/A	Public	Contribution for Foster Care and Therapy for Children and Youth in Group Homes	10,000
Foothills Child Advocacy Center 1106 E High St, Suite 100 Charlottesville, VA 22902	N/A	Public	Contribution for Abuse Prevention Program	5,000
GOALS Haiti 23419 28th Ave South Des Moines, WA 98198	N/A	Public	Contribution for Youth Soccer and Education	5,000

TAX SCHEDULE - FORM 990PF
WARDLE FAMILY FOUNDATION
EIN. 25-6290322

December 31, 2018

PART XV - SUPPLEMENTARY INFORMATION
Line 3 - Grants and Contributions Paid During the Year

NAME AND ADDRESS	RELATIONSHIP	FOUNDATION STATUS	PURPOSE	AMOUNT
Grand View Health Foundation 700 Lawn Ave Sellersville, PA 18960	N/A	Public	Contribution for Hospice Services and Capital Campaign for Grand View Hospital	33,000
Hopeful Horizons P O Box 1775 Beaufort, SC 29901	N/A	Public	Contribution for Clinical Services Director Position	50,000
Hospice of the Piedmont, Inc 675 Peter Jefferson Parkway, Suite 300 Charlottesville, VA 22911	N/A	Public	Contribution for Teen Program and Grief Intervention Support Team	5,000
Indian Valley Boys & Girls Club P O Box 103 Lansdale, PA 19446	N/A	Public	Contribution to General Fund and for Scholarships for Camp in Memory of Maggie Wardle	35,000
Jefferson Area CHIP, Inc 1469 Greenbrier Pl Charlottesville, VA 22901	N/A	Public	Contribution for Neighborhood Outreach for Home Visiting Services to Families	10,000
Light House Studio, Inc 121 E Water St Charlottesville, VA 22902	N/A	Public	Contribution for Filmmaking for Children at Friendship Court, Southwood, and Big Brothers Big Sisters and for Teaching Studios	10,000
Live Arts, Inc P O Box 1231 Charlottesville, VA 22902	N/A	Public	Contribution for Teen Theater Project on Violence Prevention	5,000
MHY Family Services 521 Route 228 Mars, PA 16046	N/A	Public	Contribution for the Children at the Wardle House	1,000
Mooreville Soup Kitchen, Inc P O Box 5173 Mooreville, NC 28117	N/A	Public	Contribution to General Fund	10,000
North Penn YMCA 608 E Main St Lansdale, PA 19446	N/A	Public	Contribution to General Fund	1,000
Piedmont Family YMCA 151 McIntire Park Dr Charlottesville, VA 22902	N/A	Public	Contribution for Capital Campaign for YMCA Community Center	25,000
ReadyKids Inc 1000 E High St Charlottesville, VA 22902	N/A	Public	Contribution for Victims of Child Abuse Program and Expansion of the Organization's Building	20,000

TAX SCHEDULE - FORM 990PF
WARDLE FAMILY FOUNDATION
EIN. 25-6290322

December 31, 2018

PART XV - SUPPLEMENTARY INFORMATION
Line 3 - Grants and Contributions Paid During the Year

NAME AND ADDRESS	RELATIONSHIP	FOUNDATION STATUS	PURPOSE	AMOUNT
St Francis Center P O Box 682 St Helena Island, SC 29920	N/A	Public	Contribution to General Fund	10,000
Special Treasures of Iredell County, Inc P O Box 125 Statesville, NC 28687	N/A	Public	Contribution for Job Skills Training for Youth and Young Adults in Foster Care	10,000
United Way of the Lowcountry, Inc P O Box 202 Beaufort, SC 29901	N/A	Public	Contribution to Community Fund, Play Partners and Read to Me Programs, and Clarece Walker Legacy Endowment Fund	75,000
Upper Bucks YMCA 401 Fairview Ave Quakertown, PA 18951	N/A	Public	Contribution to General Fund	16,000
Valley Points Family YMCA 800 Constitution Blvd New Kensington, PA 15068	N/A	Public	Contribution for Financial Assistance for Participation of Children and Families	25,000
Waterlines 302 E Coronado Rd Santa Fe, NM 87505	N/A	Public	Contribution for Water Projects in Panama	25,000
Total 2018 Charitable Contributions				594,000

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					1,325.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-71,589.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					23,490.	
137,610.		5,000 SH DISH NETWORK CORP CL 245,474.					10/21/2013 -107,864.	12/20/2018
107,500.		2,000 SH TIME WARNER INC NEW 68,137.					VARIOUS 39,363.	06/15/2018
1,589,707.		WELL FARGO - SEE ATTACHED 1,600,232.					VARIOUS -10,525.	VARIOUS
1,331,365.		WELL FARGO - SEE ATTACHED 1,389,772.					VARIOUS -58,407.	VARIOUS
104,419.		5,000 SH FEDERAL REALTY INV 125,000.					09/25/2017 -20,581.	12/28/2018
TOTAL GAIN (LOSS)							<u>-204,788.</u>	

ATTACHMENT 1FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SPECIAL OPPORTUNITIES II FUND	70.	70.
CP MIDSTREAM PARTNERS, LP	3,073.	3,073.
PB STRATEGIC PTRS RE FEEDER VI LP	5,723.	5,723.
PB STRATEGIC PARTNERS VI FEEDER	3,363.	3,363.
PE ASIA SELECT FUND II	-358.	-358.
EXCISE TAX REFUND	14,914.	
PB CEP IV FEEDER	320.	320.
CARLYLE DISTRESSED OPPORTUNITIES IV ASP	27.	27.
PRIVATE EQUITY GLOBAL SELECT FUND II	-774.	-774.
WELLS FARGO	5,834.	5,834.
OAKTREE CAPITAL GROUP, LLC	132.	132.
APOLLO GLOBAL MANAGEMENT, LLC	3,495.	3,495.
PLAINS ALL AMERICAN PIPELINE, LP	-7,130.	-7,130.
ENERGY TRANSFER OPERATING LP	4,097.	4,097.
PE GLOBAL SELECT FUND (INTERNATIONAL)	-2,871.	-2,871.
PE GLOBAL SELECT FUND V (INTERNATIONAL)	-5,026.	-5,026.
PB STRATEGIC PARTNERS OFFSHORE FEEDER VI	92,607.	92,607.
TOTALS	117,496.	102,582.

ATTACHMENT 2FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ECKMAN & DANOVI TZ LLC	4,320.	-		4,320.
TOTALS	4,320.			4,320.

ATTACHMENT 3FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
MANAGEMENT FEE WELLS FARGO	120,000. 82,117.	82,117.	120,000.
TOTALS	<u>202,117.</u>	<u>82,117.</u>	<u>120,000.</u>

ATTACHMENT 4FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FROM PASS THROUGH ENTITIES	15,473.	15,473.
TOTALS	<u>15,473.</u>	<u>15,473.</u>

ATTACHMENT 5FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAXES PASS THROUGH EXCISE TAX	2,395. 14,914.	2,395.
TOTALS	<u>17,309.</u>	<u>2,395.</u>

ATTACHMENT 6FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
FROM PASS THROUGH ENTITIES	93,033.	93,033.	
MISCELLANEOUS	375.		375.
NAT. CTR FOR FAMILY PHILANTHRO	2,000.		2,000.
COUNCIL ON FOUNDATIONS	4,600.		4,600.
GUIDESTAR	750.		750.
TOTALS	<u>100,758.</u>	<u>93,033.</u>	<u>7,725.</u>

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
6000 SH ATT		
10700 SH AIR LEASE CORP	301,650.	323,247.
DB PRIVATE EQUITY ASIA II LP	82,180.	82,180.
15,000 SH AQUA AMERICA INC.	131,400.	512,850.
5300 SH WALT DISNEY COMPANY	131,489.	581,145.
8,700 SH DOW DUPONT	249,255.	465,276.
6000 PLAINS ALL AMER PIPE,LP	76,990.	120,240.
8,000 SH MICROSOFT CORP	202,960.	812,560.
DB PRIVATE EQUITY GLOBAL II LP		
6,100 SH HALLIBURTON CO COM	202,580.	162,138.
DB PRIVATE EQUITY GLOBAL V	314,332.	602,235.
DB PRIVATE EQUITY GLOBAL INTL	43,329.	29,168.
8,200 SH VANGUARD INDEX FDS	462,349.	1,046,566.
2,000 SH TIME WARNER, INC.		
3570 SH APPLE INC	250,473.	563,132.
SPECIAL OPPORTUNITIES II LLC	43,917.	43,917.
5,000 SH DISH NETWORK		
31676.413 BLACKROCK STRAT INC	322,590.	304,093.
2000 SH MASTERCARD	151,116.	377,300.
CEP IV FEEDER LP	1,074,851.	788,498.
CS STRATEGIC PTRS RE VI FEEDER	303,042.	346,669.
PB PTRS PB FEEDER VI LP	531,051.	616,952.
440 SH ALPHABET	250,791.	459,782.
470 SH AMAZON	201,502.	705,926.
6150 SH PFIZER	200,711.	268,448.
3900 SH JP MORGAN CHASE	249,332.	380,718.
2000 SH SBA COMMUNICATIONS	211,120.	323,780.
4255 SH T MOBILE	260,940.	334,271.
13401S NUVEEN MTG MORTGAGE OPP	299,407.	297,100.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 7 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
STRAT PTNRS OFFSHORE VII	711,624.	661,694.
10000 FORUM ENERGY		
10000 LEGACY ACQ UNITS		
\$100000 DCP MIDSTREAM PTRS BON		
599940 SH FIDELITY PRIME RES		
8000 SH ATT 5.35 PFD		
5000 SH DTE ENERGY 5.25 PFD		
5000 SH FED REALTY 5% PFD		
5000 SH GEORGIA POWER 5% PFD		
5000 SH NAT STORAGE PFD		
14700 EVOLANT HEALTHCARE		
17200 FORUM ENERGY	200,255.	293,265.
CARLYLE DIST OPP IV ASP FUND	248,739.	71,036.
BREF ASIA II ASP FUND	239,474.	244,576.
\$150,000 AMERICAN HOMES 6.25%	41,822.	31,785.
50,000 BANK AMER CORP 5.875%	150,000.	133,320.
100,000 ENERGY TR OPRTNG LP	50,000.	49,540.
200,000 JP MORGAN SER DD	100,000.	88,040.
200,000 OAKTREE CAP GRP 6.55%	200,000.	200,240.
2,874 SH AT&T INC	200,000.	181,600.
	68,137.	82,024.
TOTALS	<u>8,759,408.</u>	<u>12,585,311.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 8

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	CONTRIBUTIONS			EXPENSE ACCT AND OTHER ALLOWANCES
		COMPENSATION	TO EMPLOYEE BENEFIT PLANS		
ROBERT B WARDLE 922 ROUTE 113 SELLERSVILLE, PA 18960	TRUSTEE-VICE CHAIR 1.00	0.	0.		0.
MEGAN W NEARY 365 KANE BOULEVARD PITTSBURGH, PA 15243	TRUSTEE 1.00	0.	0.		0.
WILLIAM G. WARDLE 714 INGLESIDE LANE CHARLOTTESVILLE, VA 22901	TRUSTEE-CHAIR, SEC 1.00	0.	0.		0.
DOUGLAS G WARDLE 15 RIVER CLUB DRIVE FRIPP ISLAND, SC 29920	TRUSTEE 1.00	0.	0.		0.
GRAND TOTALS		0.	0.		0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 9

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
WILLIAM G. WARDLE LLC 714 INGLESIDE LANE CHARLOTTESVILLE, PA 22901	MANAGEMENT SERVICES	120,000.
WELLS FARGO 150 RADNOR-CHESTER ROAD STE A100 RADNOR, PA 19087	INVESTMENT ADVICE	82,117.
	TOTAL COMPENSATION	<u>202,117.</u>