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EXTENDED TO NOVEMBER 15, 2019

## Return of Private Foundation

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

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

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

OMB No 1545-0052

2018

Open to Public Inspection

Form 990-PF

Department of the Treasury  
Internal Revenue Service

For calendar year 2018 or tax year beginning

, and ending

Name of foundation  
**THE D.N. BATTEN FOUNDATION**  
**C/O SIGNATURE FAMILY WEALTH ADVISORS**

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite  
**101 W MAIN STREET** **700**

City or town, state or province, country, and ZIP or foreign postal code  
**NORFOLK, VA 23510**

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 **04**  
☐ 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) **\$ 32,717,068.** (Part I, column (d) must be on cash basis.)

J Accounting method: ☒ Cash ☐ Accrual  
☐ Other (specify) \_\_\_\_\_

A Employer identification number  
**54-1864288**

B Telephone number  
**(757) 625-7670**

C If exemption application is pending, check here ☐ **6**

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).)

	(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	6,098,555.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	74.	74.		STATEMENT 1
4 Dividends and interest from securities	1,072,437.	1,014,473.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	1,626,806.			
b Gross sales price for all assets on line 6a	6,095,010.			
7 Capital gain net income (from Part IV, line 2)		1,626,806.		
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)				
11 Other income	-42,390.	-53,199.		STATEMENT 3
12 Total Add lines 1 through 11	8,755,482.	2,588,154.		
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees STMT 4	7,005.	7,005.		0.
c Other professional fees STMT 5	157,975.	155,787.		0.
17 Interest	112,774.	112,774.		0.
18 Taxes STMT 6	160,398.	19,542.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 7	431,191.	430,344.		0.
24 Total operating and administrative expenses. Add lines 13 through 23	869,343.	725,452.		0.
25 Contributions, gifts, grants paid	4,810,427.			4,810,427.
26 Total expenses and disbursements. Add lines 24 and 25	5,679,770.	725,452.		4,810,427.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	3,075,712.			
b Net investment income (if negative, enter -0-)		1,862,702.		
c Adjusted net income (if negative, enter -0-)			N/A	

THE D.N. BATTEN FOUNDATION

Form 990-PF (2018)

C/O SIGNATURE FAMILY WEALTH ADVISORS

54-1864288

Page 2

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	67,922.	69,020.	69,020.	
	2 Savings and temporary cash investments	1,197,297.	244,101.	244,101.	
	3 Accounts receivable ▶				
	Less: allowance for doubtful accounts ▶	500,000.			
	4 Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock				
	c Investments - corporate bonds				
	Liabilities	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other STMT 10		27,877,765.	29,586,053.	32,403,947.	
14 Land, buildings, and equipment: basis ▶					
Less accumulated depreciation ▶					
15 Other assets (describe ▶)					
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		29,642,984.	29,899,174.	32,717,068.	
17 Accounts payable and accrued expenses					
18 Grants payable					
Net Assets or Fund Balances	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	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"/>				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	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	29,642,984.	29,899,174.	STATEMENT 9	
30 Total net assets or fund balances	29,642,984.	29,899,174.			
31 Total liabilities and net assets/fund balances	29,642,984.	29,899,174.			

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	29,642,984.
2 Enter amount from Part I, line 27a	2	3,075,712.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	32,718,696.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	2,819,522.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	29,899,174.

Form 990-PF (2018)

## THE D.N. BATTEN FOUNDATION

Form 990-PF (2018)

C/O SIGNATURE FAMILY WEALTH ADVISORS

54-1864288

Page 3

**Part IV Capital Gains and Losses for Tax on Investment Income** SEE ATTACHED STATEMENTS

(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.)
1a			
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	6,095,010.	5,305,294.	1,626,806.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			1,626,806.

  

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	1,626,806.
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). If (loss), enter -0- in Part I, line 8		3	N/A

**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	9,075,453.	31,671,147.	.286553
2016	2,406,260.	24,219,443.	.099352
2015	4,154,964.	22,942,134.	.181106
2014	2,839,075.	22,274,246.	.127460
2013	1,537,900.	22,180,292.	.069336

  

2 Total of line 1, column (d)	2	.763807
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	.152761
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	35,251,171.
5 Multiply line 4 by line 3	5	5,385,004.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	18,627.
7 Add lines 5 and 6	7	5,403,631.
8 Enter qualifying distributions from Part XII, line 4	8	4,810,427.

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.

## THE D.N. BATTEN FOUNDATION

Form 990-PF (2018)

C/O SIGNATURE FAMILY WEALTH ADVISORS

54-1864288

Page 4

**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

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2018 estimated tax payments and 2017 overpayment credited to 2018

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2019 estimated tax

18,346. Refunded

**Part VII-A Statements Regarding Activities**

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?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. 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?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

If "Yes," attach a detailed description of the activities

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

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?

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

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? If "No," attach explanation

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

Form 990-PF (2018)

**THE D.N. BATTEN FOUNDATION**  
**C/O SIGNATURE FAMILY WEALTH ADVISORS**

Form 990-PF (2018)

54-1864288

Page 5

**Part VII-A Statements Regarding Activities** (continued)

<p>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</p> <p>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</p> <p>13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u></p> <p>14 The books are in care of ► <u>SIGNATURE FAMILY WEALTH ADVISORS</u> Telephone no. ► <u>757-625-7670</u>          Located at ► <u>101 W. MAIN STREET, SUITE 700, NORFOLK, VA</u> ZIP+4 ► <u>23510</u></p> <p>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 <u>N/A</u></p> <p>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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►</p>	<table border="1"> <thead> <tr> <th></th> <th>Yes</th> <th>No</th> </tr> </thead> <tbody> <tr> <td>11</td> <td></td> <td>X</td> </tr> <tr> <td>12</td> <td></td> <td>X</td> </tr> <tr> <td>13</td> <td>X</td> <td></td> </tr> <tr> <td>16</td> <td></td> <td>X</td> </tr> </tbody> </table>		Yes	No	11		X	12		X	13	X		16		X
	Yes	No														
11		X														
12		X														
13	X															
16		X														

**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.

<p>1a During the year, did the foundation (either directly or indirectly):</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(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</p> <p>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 <u>N/A</u></p> <p>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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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))</p> <p>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 ►</p> <p>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.) <u>N/A</u></p> <p>c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►</p> <p>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</p> <p>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.) <u>N/A</u></p> <p>4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?</p> <p>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?</p>	<table border="1"> <thead> <tr> <th></th> <th>Yes</th> <th>No</th> </tr> </thead> <tbody> <tr> <td>1b</td> <td></td> <td></td> </tr> <tr> <td>1c</td> <td></td> <td>X</td> </tr> <tr> <td>2b</td> <td></td> <td></td> </tr> <tr> <td>3b</td> <td></td> <td></td> </tr> <tr> <td>4a</td> <td></td> <td>X</td> </tr> <tr> <td>4b</td> <td></td> <td>X</td> </tr> </tbody> </table>		Yes	No	1b			1c		X	2b			3b			4a		X	4b		X
	Yes	No																				
1b																						
1c		X																				
2b																						
3b																						
4a		X																				
4b		X																				

Form 990-PF (2018)

## THE D.N. BATTEN FOUNDATION

Form 990-PF (2018)

C/O SIGNATURE FAMILY WEALTH ADVISORS

54-1864288

Page 6

**Part VII B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)

	Yes	No
<b>5a</b> 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))?	<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>b</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	N/A	
Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>	
<b>c</b> 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?	N/A	
If "Yes," attach the statement required by Regulations section 53.4945-5(d).	<input type="checkbox"/> Yes <input type="checkbox"/> No	
<b>6a</b> 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>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		
If "Yes" to 6b, file Form 8870.		
<b>7a</b> 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>b</b> If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	
<b>8</b> 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 checked="" 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.

(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
DOROTHY N. BATTEN 1203 HILLTOP ROAD CHARLOTTESVILLE, VA 22903	PRESIDENT	0.00	0.	0.
FRANK BATTEN, JR. P.O. BOX 3310 NORFOLK, VA 23514	OFFICER/DIRECTOR	0.00	0.	0.

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

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

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

0

Form 990-PF (2018)



**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	35,333,577.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	454,414.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	35,787,991.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	35,787,991.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	536,820.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	35,251,171.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	1,762,559.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	1,762,559.
<b>2a</b>	Tax on investment income for 2018 from Part VI, line 5	<b>2a</b>	37,254.
<b>b</b>	Income tax for 2018. (This does not include the tax from Part VI.)	<b>2b</b>	9,635.
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	46,889.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	1,715,670.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	1,715,670.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	1,715,670.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	4,810,427.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	<b>4</b>	4,810,427.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	0.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	4,810,427.

**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.

Form 990-PF (2018)



**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				1,715,670.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013	452,295.			
b From 2014	1,753,529.			
c From 2015	3,022,752.			
d From 2016	1,197,828.			
e From 2017	7,575,956.			
f Total of lines 3a through e	14,002,360.			
4 Qualifying distributions for 2018 from Part XII, line 4: ► \$ 4,810,427.				
a Applied to 2017, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2018 distributable amount				1,715,670.
e Remaining amount distributed out of corpus	3,094,757.			
5 Excess distributions carryover applied to 2018 (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	17,097,117.			
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 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7	452,295.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	16,644,822.			
10 Analysis of line 9				
a Excess from 2014	1,753,529.			
b Excess from 2015	3,022,752.			
c Excess from 2016	1,197,828.			
d Excess from 2017	7,575,956.			
e Excess from 2018	3,094,757.			

## THE D.N. BATTEN FOUNDATION

Form 990-PF (2018)

C/O SIGNATURE FAMILY WEALTH ADVISORS

54-1864288

Page 10

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

N/A

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

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).)

DOROTHY N. BATTEN

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.

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:

## THE D.N. BATTEN FOUNDATION

Form 990-PF (2018)

C/O SIGNATURE FAMILY WEALTH ADVISORS

54-1864288

Page 11

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> Paid during the year				
AFRICAN WILDLIFE FOUNDATION 1400 16TH STREET NW, SUITE 120 WASHINGTON, DC 20036		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	490,000.
BIG LIFE FOUNDATION 24010 NE TREEHILL DR WOOD VILLAGE, OR 97060		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	100,000.
CENTER FOR NONPROFIT EXCELLENCE 1701-A ALLIED ST CHARLOTTESVILLE, VA 22903		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	5,000.
CHARLOTTESVILLE HIGH SCHOOL FOOTBALL 1400 MELBOURNE RD CHARLOTTESVILLE, VA 22901		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	8,000.
CHESAPEAKE BAY FOUNDATION 6 HERNDON AVENUE ANNAPOLIS, MD 21403		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	75,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>		<b>3a</b>	4,810,427.
<b>b</b> Approved for future payment				
NONE				
<b>Total</b>			<b>3b</b>	0.

Form 990-PF (2018)

**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
	(a) Business code	(b) Amount	(c) Exclu- sion 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	74.	
4 Dividends and interest from securities			14	1,072,437.	
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			01	-53,199.	
8 Gain or (loss) from sales of assets other than inventory			18	1,626,806.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a SEE STATEMENT 11		-28,044.		38,853.	
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		-28,044.		2,684,971.	0.
13 Total. Add line 12, columns (b), (d), and (e)					2,656,927.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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

- |          |  |              |            |
|----------|--|--------------|------------|
| <b>1</b> | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c)(3) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?   |              | <b>Yes</b> |
|          |  |              |            |
| <b>a</b> | Transfers from the reporting foundation to a noncharitable exempt organization of:   |              |            |
|          | (1) Cash   | <b>1a(1)</b> |            |
|          | (2) Other assets   | <b>1a(2)</b> |            |
| <b>b</b> | Other transactions:  |              |            |
|          | (1) Sales of assets to a noncharitable exempt organization   | <b>1b(1)</b> |            |
|          | (2) Purchases of assets from a noncharitable exempt organization   | <b>1b(2)</b> |            |
|          | (3) Rental of facilities, equipment, or other assets   | <b>1b(3)</b> |            |
|          | (4) Reimbursement arrangements   | <b>1b(4)</b> |            |
|          | (5) Loans or loan guarantees   | <b>1b(5)</b> |            |
|          | (6) Performance of services or membership or fundraising solicitations   | <b>1b(6)</b> |            |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees   | <b>1c</b>    |            |
| <b>d</b> | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. |              |            |

[illegible]

- 2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign  
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

111-14-19  
Date

► DIRECTOR

May the IRS discuss this return with the preparer shown below? See instr

☒ Yes ☐ No

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

BETH P. BRADBERRY

Preparer's signature

BETH P. BRADBERRY

Date \_\_\_\_\_

11/13/19

Check ☐ if self-employed

PTIN

P00622198

Firm's name ► ROSELINE TAX ADVISORS, PLLC

Firm's EIN ► 20-3565336

Firm's address ► 140 VIRGINIA STREET, SUITE 300  
RICHMOND, VA 23219

Phone no. 804-545-7440

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, 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	TIFF MULTI-ASSET FUND	P		12/31/18
b	SFM CAPITAL MARKETS, LP			12/31/18
c	SFM GLOBAL STRATEGIES QP, LP			12/31/18
d	YIELD POOL, LP			12/31/18
e	DNB OPPORTUNITIES, LP			12/31/18
f	DNB OPPORTUNITIES II, LP			12/31/18
g	33,178.500 SHS OF TIFF MULTI-ASSET FUND	P		01/30/18
h	4,868.570 SHS OF TIFF MULTI-ASSET FUND	P		03/15/18
i	4,798.720 SHS OF TIFF MULTI-ASSET FUND	P		06/15/18
j	4,736.430 SHS OF TIFF MULTI-ASSET FUND	P		09/14/18
k	SFM CAPITAL MARKETS, LP			12/31/18
l	4,674.220 SHS OF TIFF MULTI-ASSET FUND	P		12/14/18
m	SFM GLOBAL STRATEGIES QP, LP			12/31/18
n	YIELD POOL, LP			12/31/18
o	DNB OPPORTUNITIES, LP			12/31/18

(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			88,878.
b			-206,535.
c			9,412.
d			115.
e			58.
f			23.
g	497,500.	477,748.	19,752.
h	71,617.	70,104.	1,513.
i	69,965.	69,098.	867.
j	67,305.	68,201.	-896.
k			674,893.
l	61,653.	67,306.	-5,653.
m			217,262.
n			-13,106.
o			61,403.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			88,878.
b			-206,535.
c			9,412.
d			115.
e			58.
f			23.
g			19,752.
h			1,513.
i			867.
j			-896.
k			674,893.
l			-5,653.
m			217,262.
n			-13,106.
o			61,403.

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 }

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).  
If (loss), enter "-0-" in Part I, line 8

2

3

**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	DNB OPPORTUNITIES II, LP			12/31/18
b	EXHIBIT A	P		12/31/18
c	AMERICAN EXPRES 2.125%19	P	03/14/01	04/17/18
d	AMERICAN EXPRES 2.125%19	P	10/04/01	04/17/18
e	GOLDMAN SACHS GR 5.95XXX**MATURED**:	P	03/09/12	01/18/18
f	GOLDMAN SACHS GR 5.95XXX**MATURED**:	P	04/20/01	01/18/18
g	PALM BEACH COUN 3.146%24FRAN TAX DUE	P	12/02/01	08/24/18
h	SUFFOLK VA 4.56XXX**MATURED**	P	10/29/20	02/01/18
i	TEXAS A & M UNI 1.592%19PUB EDUC	P	08/23/01	09/20/18
j	VIRGINIA STATE 2.249%20FINL AUTH	P	06/04/15	05/16/18
k				
l				
m				
n				
o				

(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			4,687.
b	4,779,506.	4,002,260.	777,246.
c	74,663.	74,950.	-287.
d	24,888.	25,023.	-135.
e	25,000.	25,000.	0.
f	75,000.	75,000.	0.
g	93,971.	95,522.	-1,551.
h	100,000.	100,000.	0.
i	149,069.	150,083.	-1,014.
j	4,873.	4,999.	-126.
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			4,687.
b			777,246.
c			-287.
d			-135.
e			0.
f			0.
g			-1,551.
h			0.
i			-1,014.
j			-126.
k			
l			
m			
n			
o			

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	1,626,806.
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) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

THE D.N. BATTEN FOUNDATION  
C/O SIGNATURE FAMILY WEALTH ADVISORS

54-1864288

**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
DARDEN SCHOOL FOUNDATION PO BOX 7726 CHARLOTTESVILLE, VA 22906		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	5,000.
EARTHRIGHTS INTERNATIONAL 1612 K STREET NW, SUITE 401 WASHINGTON, DC 20006		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	100,000.
FOCUSED ULTRASOUND SURGERY FOUNDATION 1230 CEDARS COURT, SUITE F CHARLOTTESVILLE, VA 22903		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	500,000.
FOREST TRENDS 1203 19TH STREET, NW, 4TH FLOOR WASHINGTON, DC 20036		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	234,000.
HOLLINS UNIVERSITY PO BOX 9629 ROANOKE, VA 24020		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	255,000.
HOSPITAL FOR SPECIAL SURGERY 535 EAST 70TH STREET NEW YORK, NY 10021		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	2,000.
MONROE INSTITUTE 365 ROBERTS MOUNTAIN RD FABER, VA 22938		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	10,000.
NATIONAL GEOGRAPHIC SOCIETY 1145 17TH STREET, NW WASHINGTON, DC 20036		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	5,000.
NATURA BOLIVIA FOUNDATION 8408 POTOMAC AVENUE COLLEGE PARK, MD 20740		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	86,427.
NATURAL RESOURCES DEFENSE COUNCIL 40 WEST 20TH STREET NEW YORK, NY 10011		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	5,000.
Total from continuation sheets				4,132,427.



THE D.N. BATTEN FOUNDATION  
C/O SIGNATURE FAMILY WEALTH ADVISORS

54-1864288

**Part XV** Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NORFOLK ACADEMY 1585 WESLEYAN DRIVE NORFOLK, VA 23502		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	5,000.
PVCC EDUCATIONAL FOUNDATION 501 COLLEGE DR CHARLOTTESVILLE, VA 22902		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	150,000.
PEABODY SCHOOL 1232 STONEY RIDGE ROAD CHARLOTTESVILLE, VA 22902		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	5,000.
RARE, INC 1310 N. COURTHOUSE ROAD, SUITE 110 ARLINGTON, VA 22201		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	2,000,000.
UNITED STATES NAVAL ACADEMY FOUNDATION 247 KING GEORGE ST ANNAPOLIS, MD 21402		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	620,000.
WILDLIFE CONSERVATION SOCIETY 2300 SOUTHERN BOULEVARD BRONX, NY 10460		501(C)(3)	TO PROVIDE FINANCIAL SUPPORT	150,000.
Total from continuation sheets				

**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

OMB No 1545-0047

**2018**

Name of the organization

THE D.N. BATTEN FOUNDATION  
C/O SIGNATURE FAMILY WEALTH ADVISORS

Employer identification number

54-1864288

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 501(c)( ) (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

**Special Rules**

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I (entering "N/A" in column (b) instead of the contributor name and address), II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ \_\_\_\_\_

**Caution:** An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization

Employer identification number

THE D.N. BATTEN FOUNDATION  
C/O SIGNATURE FAMILY WEALTH ADVISORS

54-1864288

**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	DOROTHY N. BATTEN 1203 HILLTOP ROAD CHARLOTTESVILLE, VA 22903	\$ 6,098,555.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization <b>THE D.N. BATTEN FOUNDATION</b> <b>C/O SIGNATURE FAMILY WEALTH ADVISORS</b>	Employer identification number <b>54-1864288</b>
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**Part II** **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
<u>1</u>	<u>28,759 SHARES OF VANGUARD FTSE</u> <u>DEVELOPED MARKETS ETF</u>	\$ <u>1,332,404.</u>	<u>02/02/18</u>
<u>1</u>	<u>11,921 SHARES OF VANGUARD FTSE</u> <u>EMERGING MARKETS ETF</u>	\$ <u>579,361.</u>	<u>02/02/18</u>
<u>1</u>	<u>5,637 SHARES OF VANGUARD S&amp;P 500 ETF</u>	\$ <u>1,439,126.</u>	<u>02/02/18</u>
<u>1</u>	<u>MULTIPLE SHARES OF VARIOUS SECURITIES</u> <u>- SEE ATTACHMENT FOR DETAIL</u>	\$ <u>2,747,664.</u>	<u>05/15/18</u>
		\$	
		\$	

Name of organization <b>THE D.N. BATTEN FOUNDATION C/O SIGNATURE FAMILY WEALTH ADVISORS</b>	Employer identification number <b>54-1864288</b>
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**Part III** Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$ \_\_\_\_\_  
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
VIRGINIA NATIONAL BANK	74.	74.	
TOTAL TO PART I, LINE 3	74.	74.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CHARLES SCHWAB 2798	159.	0.	159.	159.	
CHARLES SCHWAB 2798	178,508.	0.	178,508.	178,508.	
CHARLES SCHWAB 7051	435.	0.	435.	435.	
CHARLES SCHWAB 7051	71,783.	0.	71,783.	14,817.	
DNB OPPORTUNITIES II, LP	2,508.	0.	2,508.	2,508.	
DNB OPPORTUNITIES II, LP	2,128.	0.	2,128.	2,128.	
DNB OPPORTUNITIES, LP	29,057.	0.	29,057.	29,057.	
DNB OPPORTUNITIES, LP	1,589.	0.	1,589.	1,589.	
HGI SF K30, LLC	105,532.	0.	105,532.	105,532.	
HGI SF K34, LLC	67,138.	0.	67,138.	67,138.	
HGI SF KFB, LLC	58,540.	0.	58,540.	58,540.	
MELOY FUND I, LP	4,384.	0.	4,384.	4,384.	
SFM CAPITAL MARKETS, LP	12,519.	0.	12,519.	11,731.	
SFM CAPITAL MARKETS, LP	156,202.	0.	156,202.	156,202.	
SFM GLOBAL STRATEGIES QP, LP	118,452.	0.	118,452.	118,242.	
SFM GLOBAL STRATEGIES QP, LP	61,239.	0.	61,239.	61,239.	
TIFF MULTI-ASSET FUND	195,213.	0.	195,213.	195,213.	
YIELD POOL, LP	6,796.	0.	6,796.	6,796.	
YIELD POOL, LP	255.	0.	255.	255.	
TO PART I, LINE 4	1,072,437.	0.	1,072,437.	1,014,473.	

## FORM 990-PF

## OTHER INCOME

## STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
SFM CAPITAL MARKETS, LP	-1,031.	-1,031.	
SFM GLOBAL STRATEGIES, LP	-20,482.	-20,482.	
YIELD POOL, LP	1,050.	1,050.	
DNB OPPORTUNITIES, LP	21,782.	21,782.	
DNB OPPORTUNITIES II, LP	-55,423.	-55,423.	
THE MELOY FUND I, LP	905.	905.	
FEDERAL EXCISE TAX REFUND	33,537.	0.	
STATE EXCISE TAX REFUND	3,555.	0.	
SFM GLOBAL STRATEGIES QP, LP - UBTI	40,334.	0.	
SFM CAPITAL MARKETS, LP - UBTI	9,105.	0.	
RCH ENERGY MLP FUND, LP - UBTI	1,085.	0.	
DNB OPPORTUNITIES, LP - UBTI	-11,680.	0.	
YIELD POOL, LP - UBTI	1,672.	0.	
DNB OPPORTUNITIES II, LP - UBTI	-66,799.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-42,390.	-53,199.	

## FORM 990-PF

## ACCOUNTING FEES

## STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	7,005.	7,005.		0.
TO FORM 990-PF, PG 1, LN 16B	7,005.	7,005.		0.

## FORM 990-PF

## OTHER PROFESSIONAL FEES

## STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MGMT FEES ON TAXABLE INCOME	58,361.	58,361.		0.
MGMT FEES ON TAX-EXEMPT INCOME	2,188.	0.		0.
CONSULTANT FEES	97,426.	97,426.		0.
TO FORM 990-PF, PG 1, LN 16C	157,975.	155,787.		0.

## FORM 990-PF

## TAXES

## STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	129,101.	0.		0.
STATE TAXES	11,755.	0.		0.
FOREIGN TAXES - SFM CAPITAL MARKETS, LP	8,945.	8,945.		0.
FOREIGN TAXES - SFM GLOBAL STRATEGIES QP, LP	5,264.	5,264.		0.
FOREIGN TAXES - SCHWAB	5,270.	5,270.		0.
FOREIGN TAXES - DNB OPPORTUNITIES, LP	63.	63.		0.
TO FORM 990-PF, PG 1, LN 18	160,398.	19,542.		0.

## FORM 990-PF

## OTHER EXPENSES

## STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
REGISTRATION FEE	25.	25.		0.
OFFICE EXPENSES	5,989.	5,989.		0.
MEMBERSHIP DUES	2,670.	2,670.		0.
INSURANCE	1,250.	1,250.		0.
RENT/PARKING	16,920.	16,920.		0.
MISCELLANEOUS	4,299.	4,299.		0.
SFM CAPITAL MARKETS, LP	113,737.	113,182.		0.
SFM GLOBAL STRATEGIES QP, LP	173,700.	173,694.		0.
YIELD POOL, LP	13,753.	13,672.		0.
DNB OPPORTUNITIES, LP	35,459.	35,261.		0.
RCH ENERGY MLP FUND, LP	298.	298.		0.
HGI SF KFB, LLC	4,910.	4,910.		0.
HGI SF K30, LLC	8,872.	8,872.		0.
HGI SF K34, LLC	5,537.	5,537.		0.
MELOY FUND I, LP	13,850.	13,850.		0.
DNB OPPORTUNITIES II, LP	29,916.	29,909.		0.
BANK FEES	6.	6.		0.
TO FORM 990-PF, PG 1, LN 23	431,191.	430,344.		0.



FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 8
DESCRIPTION		AMOUNT
DIFFERENCE IN TAX BASIS VS. FMV ON CONTRIBUTION		2,819,522.
TOTAL TO FORM 990-PF, PART III, LINE 5		2,819,522.

FORM 990-PF	OTHER FUNDS	STATEMENT 9
DESCRIPTION	(A) BEGINNING OF YEAR	(B) END OF YEAR
RE OR ACCUMULATED INCOME	29,642,984.	29,899,174.
TOTAL TO FORM 990-PF, PART II, LINE 29	29,642,984.	29,899,174.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 10	
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS/OTHER SECURITIES	COST	7,046,880.	7,361,733.
TIFF	COST	4,740,984.	3,983,604.
SFM CAPITAL MARKETS, LP	COST	7,106,745.	8,355,338.
YIELD POOL, LP	COST	210,848.	303,738.
SFM GLOBAL STRATEGIES QP, LP	COST	6,807,026.	8,368,044.
RCH ENERGY MLP FUND, LP	COST	15,510.	15,416.
DNB OPPORTUNITIES, LP	COST	1,172,955.	1,368,937.
HGI SF KFB, LLC	COST	472,369.	465,769.
HGI SF K30, LLC	COST	811,220.	799,506.
HGI SF K34, LLC	COST	489,838.	484,014.
MELOY FUND I, LP	COST	76,020.	79,171.
DNB OPPORTUNITIES II, LP	COST	635,658.	818,677.
TOTAL TO FORM 990-PF, PART II, LINE 13		29,586,053.	32,403,947.

## FORM 990-PF

## OTHER REVENUE

## STATEMENT 11

DESCRIPTION	BUS CODE	UNRELATED BUSINESS INC	EXCL CODE	EXCLUDED AMOUNT	RELATED OR EXEMPT FUNC- TION INCOME
FEDERAL EXCISE TAX REFUND			01	33,537.	
STATE EXCISE TAX REFUND	523000	3,555.			
SFM GLOBAL STRATEGIES QP, LP - UBTI	523000	35,018.	01	5,316.	
SFM CAPITAL MARKETS, LP - UBTI	523000	9,105.			
RCH ENERGY MLP FUND, LP - UBTI	523000	1,085.			
DNB OPPORTUNITIES, LP - UBTI	523000	-11,680.			
YIELD POOL, LP - UBTI	523000	1,672.			
DNB OPPORTUNITIES II, LP - UBTI	523000	-66,799.			
TOTAL TO FORM 990-PF, PG 12, LN 11		-28,044.		38,853.	