



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing . . . . .	29,967	11,117	11,117
	2	Savings and temporary cash investments . . . . .	46,215	172,828	172,828
	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) ▶ _____ 25,000 Less allowance for doubtful accounts ▶ _____ 0	25,000	25,000	25,000
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) . . . . .	1,626,085	1,326,154	1,618,062
	c	Investments—corporate bonds (attach schedule) . . . . .	292,466	711,203	706,462
	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	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	2,019,733	2,246,302	2,533,469	
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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0	
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/></b> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/></b> <b>and complete lines 27 through 31.</b>				
	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	2,019,733	2,246,302	
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	2,019,733	2,246,302		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) .	2,019,733	2,246,302		

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	2,019,733
2	Enter amount from Part I, line 27a . . . . .	2	226,569
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3 . . . . .	4	2,246,302
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	2,246,302

**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 )
<b>1a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss) <span style="float: right;">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>	<b>2</b>	328,853
<b>3</b> 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	<b>3</b>	

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income )

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?



Yes



No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

**1** Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017			
2016			
2015			
2014			
2013			

<b>2</b> Total of line 1, column (d)	<b>2</b>	
<b>3</b> 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	<b>3</b>	
<b>4</b> Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	<b>4</b>	
<b>5</b> Multiply line 4 by line 3	<b>5</b>	
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	
<b>7</b> Add lines 5 and 6	<b>7</b>	
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	

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)**

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	7,613
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	7,613
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	7,613
<b>6</b>	Credits/Payments		
<b>a</b>	2018 estimated tax payments and 2017 overpayment credited to 2018	<b>6a</b>	2,760
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	5,200
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	0
<b>7</b>	Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	7,960
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	5
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . . <b>▶</b>	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . . <b>▶</b>	<b>10</b>	342
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2019 estimated tax</b> <b>▶</b> 342 <b>Refunded</b> <b>▶</b>	<b>11</b>	0

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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>1a</b>	No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). . . . . If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	<b>1b</b>	No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>	No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <b>▶</b> \$ _____ 0 (2) On foundation managers <b>▶</b> \$ _____ 0		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <b>▶</b> \$ _____ 0		
<b>2</b> 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	<b>2</b>	No
<b>3</b> 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 . . . . .	<b>3</b>	No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>	No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T	<b>5</b>	No
<b>6</b> 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? . . . . .	<b>6</b>	Yes
<b>7</b> 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 . . . . .	<b>7</b>	Yes
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <b>▶</b> NC, OR, VA		
<b>b</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 .	<b>8b</b>	Yes
<b>9</b> 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 taxable year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV . . . . .	<b>9</b>	No
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .	<b>10</b>	No

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

<b>11</b>	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. . . . .	<b>11</b>		<b>No</b>
<b>12</b>	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. . . . .	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.CLABOUGHFOUNDATION.COM</u>	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of ► <u>GODSEY GIBB INC</u> Telephone no ► <u>(804) 285-7333</u>			

Located at ► 6806 PARAGON PLACE SUITE 230 RICHMOND VAZIP+4 ► 23230

<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —check here . . . . . ► <input type="checkbox"/>			
	and enter the amount of tax-exempt interest received or accrued during the year . . . . . ► <u>15</u>			
<b>16</b>	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? . . . . .	<b>16</b>	<b>Yes</b>	<b>No</b>
	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.**

<b>1a</b>	During the year did the foundation (either directly or indirectly)		<b>Yes</b>	<b>No</b>
	(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 type="checkbox"/> Yes <input checked="" 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? ( <b>Exception.</b> 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>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. . . . . <input type="checkbox"/>	<b>1b</b>		
<b>c</b>	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"/>	<b>1c</b>		<b>No</b>
<b>2</b>	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))			
<b>a</b>	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 ► 20____, 20____, 20____, 20____			
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to <b>all</b> years listed, answer "No" and attach statement—see instructions). . . . . <input type="checkbox"/>	<b>2b</b>		
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
<b>3a</b>	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>b</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). . . . . <input type="checkbox"/>	<b>3b</b>		
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>		<b>No</b>
<b>b</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?	<b>4b</b>		<b>No</b>

**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 <b>any</b> 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.	<b>5b</b>	
	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? 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>6b</b>	
<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?	<b>7b</b>	
<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 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**

<b>1 List all officers, directors, trustees, foundation managers and their compensation. See instructions</b>				
(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
See Additional Data Table				
<b>2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."</b>				
(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				
<b>Total number of other employees paid over \$50,000.</b>				<b>0</b>

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
<b>Total</b> number of others receiving over \$50,000 for professional services. . . . . ►		0

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**Part IX-B Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
<b>1</b>	
<b>2</b>	
All other program-related investments. See instructions.	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3 . . . . . ►	0

**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>	2,532,143
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	145,799
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	2,677,942
<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>	2,677,942
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	40,169
<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>	2,637,773
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	131,889

**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>	131,889
<b>2a</b>	Tax on investment income for 2018 from Part VI, line 5.	<b>2a</b>	7,613
<b>b</b>	Income tax for 2018 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	7,613
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	124,276
<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>	124,276
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	124,276

**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>	160,110
<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>	160,110
<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. See instructions.	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	160,110

**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
<b>1</b> Distributable amount for 2018 from Part XI, line 7				124,276
<b>2</b> Undistributed income, if any, as of the end of 2018				
<b>a</b> Enter amount for 2017 only. . . . .			7,331	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2018				
<b>a</b> From 2013. . . . .				
<b>b</b> From 2014. . . . .				
<b>c</b> From 2015. . . . .				
<b>d</b> From 2016. . . . .				
<b>e</b> From 2017. . . . .				
<b>f</b> Total of lines 3a through e. . . . .	0			
<b>4</b> Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 160,110				
<b>a</b> Applied to 2017, but not more than line 2a			7,331	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2018 distributable amount. . . . .				124,276
<b>e</b> Remaining amount distributed out of corpus	28,503			
<b>5</b> Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6 Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	28,503			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019 . . . . .				0
<b>7</b> 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			
<b>8</b> Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions). . . .	0			
<b>9 Excess distributions carryover to 2019.</b> Subtract lines 7 and 8 from line 6a . . . . .	28,503			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2014. . . . .				
<b>b</b> Excess from 2015. . . . .				
<b>c</b> Excess from 2016. . . . .				
<b>d</b> Excess from 2017. . . . .				
<b>e</b> Excess from 2018. . . . .	28,503			

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

<b>1a</b> 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>b</b> Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
<b>2a</b> 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>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .					
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

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

<b>Part XV</b>	
<b>1 Information Regarding Foundation Managers:</b>	
<b>a</b> List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2) )	
<b>b</b> List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest	
<b>2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:</b>	
Check here <input type="checkbox"/> 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.	
<b>a</b> The name, address, and telephone number or e-mail address of the person to whom applications should be addressed GODSEY GIBB WEALTH MANAGEMENT 6806 PARAGON PLACE SUITE 230 RICHMOND, VA 23230 (804) 285-7333	
<b>b</b> The form in which applications should be submitted and information and materials they should include A COMPLETE DESCRIPTION OF THE PROGRAM FOR WHICH FUNDING IS REQUESTED	
<b>c</b> Any submission deadlines NONE	
<b>d</b> Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors RESTRICTED TO CONSERVATION, PRESERVATION OF NATURAL RESOURCES, AND PROMOTION OF ARTS AND CULTURAL RESOURCES FOR THE NORTH CAROLINA HIGH COUNTRY, THE UPPER DESCHUTES WATERSHED AND CENTRAL OREGON AREAS	

**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)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b>			<b>▶ 3a</b>	
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b>			<b>▶ 3b</b>	

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	
<b>1</b>	Program service revenue					
<b>a</b>	_____					
<b>b</b>	_____					
<b>c</b>	_____					
<b>d</b>	_____					
<b>e</b>	_____					
<b>f</b>	_____					
<b>g</b>	Fees and contracts from government agencies					
<b>2</b>	Membership dues and assessments. . . .					
<b>3</b>	Interest on savings and temporary cash investments . . . . .					
<b>4</b>	Dividends and interest from securities. . . .			14	63,159	
<b>5</b>	Net rental income or (loss) from real estate					
<b>a</b>	Debt-financed property. . . . .					
<b>b</b>	Not debt-financed property. . . . .					
<b>6</b>	Net rental income or (loss) from personal property					
<b>7</b>	Other investment income. . . . .					
<b>8</b>	Gain or (loss) from sales of assets other than inventory . . . . .			18	328,853	
<b>9</b>	Net income or (loss) from special events					
<b>10</b>	Gross profit or (loss) from sales of inventory					
<b>11</b>	Other revenue <b>a</b> _____					
<b>b</b>	_____					
<b>c</b>	_____					
<b>d</b>	_____					
<b>e</b>	_____					
<b>12</b>	Subtotal Add columns (b), (d), and (e). . .		0		392,012	0
<b>13</b>	<b>Total.</b> Add line 12, columns (b), (d), and (e). . . . . (See worksheet in line 13 instructions to verify calculations )			<b>13</b>		<b>392,012</b>

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

[illegible]

## Part XVII

	Yes	No
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<b>1a(1)</b>	<b>No</b>
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1a(2)	No
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<b>1b(1)</b>	<b>No</b>
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<b>1b(2)</b>	<b>No</b>
--------------	-----------

<b>1b(3)</b>		<b>No</b>
--------------	--	-----------

<b>1b(4)</b>		<b>No</b>
--------------	--	-----------

<b>1b(5)</b>		<b>No</b>
--------------	--	-----------

<b>1b(6)</b>		<b>No</b>
--------------	--	-----------

<b>1c</b>		<b>No</b>
-----------	--	-----------

value  
ue

[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

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.

\*\*\*\*\* 2019-05-15 \*\*\*\*\* May the IRS discuss this return with the preparer shown below

Signature of officer or trustee \_\_\_\_\_ Date \_\_\_\_\_ Title \_\_\_\_\_

(see instr )? ☒ Yes ☐ No

Print/Type preparer's name	Preparer's Signature	Date	PTIN
----------------------------	----------------------	------	------

Name, type, preparer, and title	Preparer's Signature	Date	Check if self-	PTIN
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P00630747

MARC A VERDI CRA		2019-07-15	employed ▶ <input type="checkbox"/>	
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<b>Paid</b>	MARC A VERDI CPA		2019-05-15	
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Paid					

Preparer	Firm's name  GODSEY & GIBB INC
----------	---

Firm's EIN ► 45-2927966

Use Only		

Firm's address ► 6806 PARAGON PLACE SUITE 230

RICHMOND, VA 23230
 

 Phone no (804) 285-7333

**ACKNOWLEDGMENTS**

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
1 APPLE INC 1% 5/3/2018 (037833AJ9)		2016-03-11	2018-05-03
1 BLACKROCK STRATEGIC INCOME (09256H310)		2013-07-29	2018-07-17
BLACKROCK STRATEGIC INCOME (09256H310)		2014-03-28	2018-07-17
BLACKROCK STRATEGIC INCOME (09256H310)		2014-11-24	2018-07-17
BLACKROCK STRATEGIC INCOME (09256H310)		2015-03-05	2018-07-17
DOMINION RESOURCES I 2 5% 12/1/2019 (25746UCA5)		2017-01-19	2018-12-17
UNITED STATES TREASURY 9/27/2018 (912796QA0)		2018-05-16	2018-07-09
BOEING CO (BA)		2017-06-21	2018-05-30
BOEING CO (BA)		2017-06-21	2018-07-17
BB&T CORP (BBT)		2015-11-19	2018-08-31

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
45,000		44,959	41
4,865		4,958	-93
55,063		57,579	-2,516
5,691		5,957	-266
3,816		3,971	-155
49,000		49,263	-263
39,828		39,719	109
14,289		7,937	6,352
26,675		14,882	11,793
10,318		7,723	2,595

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			41
			-93
			-2,516
			-266
			-155
			-263
			109
			6,352
			11,793
			2,595

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
BCE INC (BCE)		2012-03-07	2018-06-07
1 BLACKROCK INC CL A (BLK)		2014-09-17	2018-07-17
CONOCOPHILLIPS (COP)		2015-09-11	2018-03-12
COSTCO WHOLESALE CORP (COST)		2013-09-05	2018-05-30
COSTCO WHOLESALE CORP (COST)		2013-09-05	2018-07-17
COSTCO WHOLESALE CORP (COST)		2013-09-05	2018-08-21
WALT DISNEY CO (DIS)		2015-02-12	2018-08-31
DUKE ENERGY CORP (DUK)		2014-06-05	2018-06-07
EOG RESOURCES INC (EOG)		2013-09-10	2018-08-21
EXPRESS SCRIPTS HOLDING CO (ESRX)		2004-03-24	2018-08-21

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
26,269		25,819	450
10,088		6,588	3,500
26,089		22,446	3,643
19,994		11,443	8,551
17,242		9,155	8,087
3,422		1,716	1,706
13,976		12,807	1,169
25,584		25,146	438
20,268		14,220	6,048
15,392		1,599	13,793

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			450
			3,500
			3,643
			8,551
			8,087
			1,706
			1,169
			438
			6,048
			13,793

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
EXPRESS SCRIPTS HOLDING CO (ESRX)			2004-03-24	2018-12-18
1	EXPRESS SCRIPTS HOLDING CO (ESRX)		2016-12-27	2018-12-18
EATON VANCE FLOATING RATE F (EVLX)			2014-03-28	2018-06-11
EATON VANCE FLOATING RATE F (EVLX)			2014-08-27	2018-06-11
EATON VANCE FLOATING RATE F (EVLX)			2014-11-24	2018-06-11
HOME DEPOT INC (HD)			2013-09-12	2018-08-31
INTEL CORP (INTC)			2010-12-13	2018-04-05
JOHNSON & JOHNSON (JNJ)			2009-02-25	2018-02-16
COCA COLA CO (KO)			2016-08-23	2018-06-07
ALLIANT ENERGY CORP (LNT)			2014-05-06	2018-05-16

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
45,686		4,340	41,346
12,023		8,726	3,297
40,467		40,894	-427
4,968		4,989	-21
4,013		3,991	22
15,040		5,640	9,400
37,815		16,257	21,558
26,639		10,747	15,892
23,946		24,163	-217
23,200		16,430	6,770

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			41,346
			3,297
			-427
			-21
			22
			9,400
			21,558
			15,892
			-217
			6,770



Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
MCDONALDS CORP (MCD)		2010-03-24	2018-03-20
1 MICROCHIP TECHNOLOGY INC (MCHP)		2011-08-15	2018-08-31
MERCK & CO INC (MRK)		2013-05-30	2018-05-21
MICROSOFT CORP (MSFT)		2007-07-12	2018-06-14
MICROSOFT CORP (MSFT)		2007-07-12	2018-08-31
MICROSOFT CORP (MSFT)		2011-08-15	2018-08-31
NOVARTIS AG SPONS ADR (NVS)		2007-07-23	2018-05-15
NOVARTIS AG SPONS ADR (NVS)		2015-12-09	2018-05-15
OCCIDENTAL PETE CORP (OXY)		2013-02-04	2018-08-31
PEPSICO INC (PEP)		2002-08-05	2018-06-07

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
24,847		10,349	14,498
6,882		2,027	4,855
26,613		21,241	5,372
10,139		2,999	7,140
5,596		1,499	4,097
8,395		1,906	6,489
17,479		12,352	5,127
5,826		6,320	-494
12,761		13,525	-764
22,742		9,439	13,303

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			14,498
			4,855
			5,372
			7,140
			4,097
			6,489
			5,127
			-494
			-764
			13,303

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
PFIZER INC (PFE)		2007-06-21	2018-05-22
1 PROCTER & GAMBLE CO (PG)		2005-05-09	2018-05-31
PROCTER & GAMBLE CO (PG)		2012-05-18	2018-05-31
PNC FINANCIAL SERVICES GROU (PNC)		2013-08-08	2018-08-21
ROYAL BANK OF CANADA (RY)		2013-08-09	2018-05-30
SCHLUMBERGER LTD (SLB)		2005-04-27	2018-08-31
STRYKER CORP (SYK)		2006-03-06	2018-05-30
STRYKER CORP (SYK)		2006-03-06	2018-07-17
STRYKER CORP (SYK)		2010-03-01	2018-07-17
AT&T INC (T)		2014-05-06	2018-03-02

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
27,840		20,101	7,739
7,353		5,465	1,888
16,544		14,428	2,116
18,188		9,533	8,655
28,165		23,222	4,943
6,612		3,620	2,992
7,015		1,825	5,190
3,505		913	2,592
7,886		2,429	5,457
25,299		24,929	370

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			7,739
			1,888
			2,116
			8,655
			4,943
			2,992
			5,190
			2,592
			5,457
			370

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
TORONTO-DOMINION BANK ONT (TD)			2011-03-04	2018-05-30
1	THORNBURG INVT TR LTD TERM (THIFX)		2013-02-19	2018-07-17
	THORNBURG INVT TR LTD TERM (THIFX)		2013-05-23	2018-07-17
	THORNBURG INVT TR LTD TERM (THIFX)		2013-05-23	2018-08-21
	THORNBURG INVT TR LTD TERM (THIFX)		2013-07-29	2018-08-21
	THORNBURG INVT TR LTD TERM (THIFX)		2013-07-29	2018-08-31
	THORNBURG INVT TR LTD TERM (THIFX)		2014-03-28	2018-08-31
	THORNBURG INVT TR LTD TERM (THIFX)		2014-11-24	2018-08-31
	UNITED PARCEL SERVICE INC C (UPS)		2015-06-04	2018-06-01
	UNITED TECH CORP (UTX)		2008-05-05	2018-08-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
32,340		23,804	8,536
23,055		23,928	-873
6,945		7,224	-279
24,241		25,176	-935
25,759		26,110	-351
384		390	-6
29,575		30,000	-425
3,935		4,000	-65
29,185		25,100	4,085
9,857		5,593	4,264

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			8,536
			-873
			-279
			-935
			-351
			-6
			-425
			-65
			4,085
			4,264

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co )		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
VISA INC (V)			2013-09-03	2018-06-14
1	VISA INC (V)		2013-09-03	2018-08-21
V F CORP (VFC)			2015-06-25	2018-05-30
V F CORP (VFC)			2015-06-25	2018-07-17
VMWARE INC CL A (VMW)			2013-03-11	2018-05-30
VMWARE INC CL A (VMW)			2013-03-11	2018-06-14
VMWARE INC CL A (VMW)			2013-03-11	2018-07-17
VERIZON COMM (VZ)			2010-03-24	2018-03-06

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
10,128		3,310	6,818
14,009		4,413	9,596
18,385		15,859	2,526
17,705		14,097	3,608
15,957		8,697	7,260
7,492		3,781	3,711
12,481		6,050	6,431
26,607		15,822	10,785

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			6,818
			9,596
			2,526
			3,608
			7,260
			3,711
			6,431
			10,785

**Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation**

<b>(a)</b> Name and address	Title, and average hours per week <b>(b)</b> devoted to position	<b>(c)</b> Compensation <b>(If not paid, enter -0-)</b>	<b>(d)</b> Contributions to employee benefit plans and deferred compensation	Expense account, <b>(e)</b> other allowances
MARIE WEINGARTNER	TRUSTEE 1 00	500	0	0
400 AVINGER LANE APT 306 DAVIDSON, NC 28036				
FRANK B GIBB III	DIRECTOR 1 00	0	0	0
24 WEST LOCK LANE UNIT 6 RICHMOND, VA 23226				
CAROLE SPAINHOUR	TRUSTEE 1 00	500	0	0
32 ORANGE STREET ASHEVILLE, NC 28801				
TOM CLABOUGH	TRUSTEE 1 00	500	0	0
19914 QUAIL PINE LOOP BEND, OR 97702				
KATHRYN TAYLOR CLABOUGH	TRUSTEE 1 00	0	0	0
19914 QUAIL PINE LOOP BEND, OR 97702				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
BEND ART CENTER 550 SW INDUSTRIAL WAY SUITE 180 BEND, OR 97702		501(C)(3)	TO SUPPORT THE ARTIST IN SCHOOLS PROGRAM	4,000
BLUE RIDGE ENVIRONMENTAL DEFENSE LEAGUE PO BOX 88 GLENDALE SPRINGS, NC 28629		501(C)(3)	TO SUPPORT THE ASHE COUNTY AIRSHED INITIATIVE	8,000
BLUE RIDGE WOMEN IN AGRICULTURE PO BOX 67 BOONE, NC 28607		501(C)(3)	TO SUPPORT THE LETTUCE LEARN PROGRAM	10,000
<b>Total . . . . . ▶ 3a</b>				135,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CALDERA 224 NW 13TH AVENUE SUITE 304 PORTLAND, OR 97209		501(C)(3)	TO SUPPORT THE 2018 SUMMER ENVIRONMENTAL EDUCATION PROGRAM	10,000
CAMP FIRE CENTRAL OREGON PO BOX 7031 BEND, OR 97708		501(C)(3)	TO SUPPORT SCHOLARSHIPS FOR CAMP FIRE CENTRAL OREGON TUMALO DAY CAMPS	10,000
COMMUNITIES FOR OLDER ADULT HEALTH 825-C MERRIMON AVENUE 240 ASHEVILLE, NC 28804		501(C)(3)	TO FURTHER THE EFFORTS TO BRING A HIGHER LEVEL OF SCRUTINY TO THE SALE OF THE NON-PROFIT MISSION HEALTH (6 HOSPITALS AND ANCILLARY SERVICES) TO HCA, A FOR- PROFIT HEALTH CARE CHAIN, IN AN EFFORT TO ENSURE THAT THE VARIOUS COMMUNITIES' INTERESTS IN THIS TRANSACTION ARE ADEQUATELY PROTECTED	4,000
<b>Total . . . . . ► 3a</b>				135,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
EDUCATION FOUNDATION FOR BEND-LA PINE SCHOOLS PO BOX 1436 BEND, OR 97709		501(C)(3)	TO SUPPORT THE CLASSROOM GRANT PROJECTS INVOLVING SUSTAINABLE FARMING/AQUAPONICS, ART, AND ART THERAPY PROGRAMS	12,500
FAMILY ACCESS NETWORK 2125 NE DAGGETT LANE BEND, OR 97701		501(C)(3)	TO SUPPORT FAN ADVOCATE SERVICES IN REDMOND, OR	10,000
FRIENDS OF REALMS ON BEHALF OF REALMS MIDDLE SCHOOL 63175 OB RILEY ROAD BEND, OR 97701		501(C)(3)	TO SUPPORT THE TUMALO IRRIGATION DISTRICT (TID) KIOSK PROJECT	8,000
<b>Total . . . . . ▶ 3a</b>				135,500



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
HIGH DESERT FOOD & FARM ALLIANCE PO BOX 1782 BEND, OR 97709		501(C)(3)	TO SUPPORT COOKING COURSES	3,500
HIGH DESERT MUSEUM 59800 SOUTH HIGHWAY 97 BEND, OR 97702		501(C)(3)	TO SUPPORT THE KIDS CURATE PROGRAM	5,000
KOR COMMUNITY LAND TRUST PO BOX 6993 BEND, OR 97708		501(C)(3)	TO SUPPORT THE DESIGN, ENGINEERING, AND FEES/PERMITS FOR THE WETLAND	7,000
<b>Total . . . . .</b> ► <b>3a</b>				135,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MOUNTAIN TRUE 29 N MARKET STREET SUITE 610 ASHEVILLE, NC 28801		501(C)(3)	TO SUPPORT THE WATAUGA RIVER WATERSHED WATER QUALITY MONITORING PROGRAM	15,000
OREGON ADAPTIVE SPORTS 63025 OB RILEY ROAD SUITE 12 BEND, OR 97703		501(C)(3)	TO SUPPORT THE OAS SKI LIFE PROGRAM	8,500
OREGON NATURAL DESERT ASSOCIATION 50 SW BOND STREET SUITE 4 BEND, OR 97702		501(C)(3)	TO SUPPORT THE CENTRAL OREGON RESTORE AND EXPLORE PROJECT	10,000
<b>Total . . . . . ▶ 3a</b>				135,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
THE CHILDREN'S PLAYHOUSE 400 TRACY CIRCLE BOONE, NC 28607		501(C)(3)	TO SUPPORT THE FULL 'STEAM' AHEAD PROGRAM	5,000
TOWER THEATRE FOUNDATION PO BOX 1378 BEND, OR 97709		501(C)(3)	TO SUPPORT THE LESSONPLAN (PERFORMING LIVE ARTS NOW) EDUCATIONAL OUTREACH PROGRAM	5,000
<b>Total . . . . . ▶ 3a</b>				135,500

**TY 2018 Accounting Fees Schedule****Name:** HELEN M CLABOUGH CHARITABLE FOUNDATION**EIN:** 56-6527710

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ACCOUNTING AND TAX RETURN PREPARATION	3,800	0		2,000

**TY 2018 Applied to Prior Year Election**

**Name:** HELEN M CLABOUGH CHARITABLE FOUNDATION

**EIN:** 56-6527710

**Election:** PURSUANT TO IRC SEC. 4942(H)(2) AND REG. 53.4942(A)3(D)  
(2), THE ABOVE REFERENCED FOUNDATION HEREBY ELECTS TO  
TREAT CURRENT YEAR QUALIFYING DISTRIBUTIONS IN EXCESS  
OF THE IMMEDIATELY PRECEDING TAX YEAR'S UNDISTRIBUTED  
INCOME AS BEING MADE OUT OF UNDISTRIBUTED INCOME  
FROM THE TAX YEAR ENDING 2010 IN THE AMOUNT OF \$1,467.  
SIGNED: FRANK B. GIBB, IIITITLE: DIRECTORDATED: MAY 2,  
2013

**TY 2018 Investments Corporate Bonds Schedule****Name:** HELEN M CLABOUGH CHARITABLE FOUNDATION**EIN:** 56-6527710**Investments Corporate Bonds Schedule**

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
AMERICAN EXPRESS CO 2.5% 08/22	74,884	75,284
BANK NEW YORK MELLON 2.6% 02/07/2022	50,071	48,133
BERKSHIRE HATHAWAY INC 2.2% 03/15/2021	45,646	44,410
CATERPILLAR FINL 2.55% 11/29/22	52,895	51,480
DR PEPPER SNAPPLE GROUP INC SR NOTE 2.53% 11/15/2021	48,954	47,409
GENERAL DYNAMICS CORP 5/11/2021	104,793	105,085
INTEL CORP SR NOTE 2.875% 05/24	75,577	76,095
MCDONALDS CORP SR 2.75% 12/20	77,451	77,459
MEDTRONIC INC NOTE 2.5% 3/15/20	104,503	104,462
STATE STREET CORP 3.1% 05/23	76,429	76,645

TY 2018 Investments Corporate Stock Schedule

Name: HELEN M CLABOUGH CHARITABLE FOUNDATION  
 EIN: 56-6527710

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AGILENT TECHNOLOGIES INC.	48,287	49,920
ARCHER DANIELS MIDLAND CO	26,528	22,738
BB&T CORP	48,272	54,150
BCE INC	26,137	24,904
BLACKROCK INC	36,236	43,210
BOEING CO	34,724	56,438
CHEVRON CORPORATION	59,042	57,115
COCA COLA COMPANY	26,060	27,700
COMCAST CORP	30,025	50,564
COSTCO WHOLESALE CORP	26,320	46,853
DOMINION ENERGY INC	26,383	26,798
DUKE ENERGY HOLDINGS CORP	26,056	27,616
EATON CORP PLC	25,946	23,344
EOG RESOURCES INC	41,223	41,425
FASTENAL CO	26,445	24,838
HANESBRAND INC	26,497	15,036
HOME DEPOT INC	22,561	51,546
ISHARES EDGE MSCI MIN VOL EAFE ETF	119,739	113,322
MERCK & CO, INC	25,963	28,654
MICROCHIP TECHNOLOGY INC	21,904	44,590
MICROSOFT CORP	18,805	60,942
NOVARTIS A G SPON ADR F	27,153	26,601
OCCIDENTAL PETROLEUM CORP	54,693	40,818
ORACLE CORPORATION	24,426	54,180
PAYCHEX INC	25,798	23,780
PEPSICO INC	26,311	25,410
PFIZER INCORPORATED	26,353	27,718
PNC FINANCIAL CORP	29,361	45,010
PROCTER & GAMBLE	26,106	28,955
ROYAL BANK OF CANADA	25,823	22,269

## Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SCHLUMBERGER LTD	45,366	29,586
STARBUCKS CORP	42,131	67,620
STRYKER CORP	15,706	47,809
TORONTO-DOMINION BANK	26,277	21,628
UNITED PARCEL SERVICE	26,498	23,407
UNITED TECHNOLOGIES CORP	36,077	50,578
V F CORPORATION	39,000	42,804
VISA INC	16,550	49,478
VMWARE INC	20,703	46,624
WALT DISNEY COMPANY	48,669	52,084



**TY 2018 Other Expenses Schedule****Name:** HELEN M CLABOUGH CHARITABLE FOUNDATION**EIN:** 56-6527710**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COMMUNICATIONS/MARKETING	2,440	0		2,440
CONTRACT LABOR	6,000	0		6,000
DUES	750	0		750
OFFICE SUPPLIES	853	0		853
PO BOX RENTAL	388	0		388
POSTAGE	46	0		46

**TY 2018 Other Professional Fees Schedule****Name:** HELEN M CLABOUGH CHARITABLE FOUNDATION**EIN:** 56-6527710

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
INVESTMENT ADVISORY	10,633	10,633		10,633

**TY 2018 Taxes Schedule****Name:** HELEN M CLABOUGH CHARITABLE FOUNDATION**EIN:** 56-6527710

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	979	708		0
2018 QUARTERLY ESTIMATED TAX PAYMENTS	2,554	0		0