

For calendar year 2018, or tax year beginning 07-01-2018, and ending 06-30-2019

Name of foundation THE NEALL FAMILY CHARITABLE FOUNDATION C/O THOMPSON GREENSPON		A Employer identification number 54-1924107	
Number and street (or P.O. box number if mail is not delivered to street address) 4035 RIDGE TOP ROAD SUITE 700		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code FAIRFAX, VA 22030		B Telephone number (see instructions) (703) 385-8888	
G Check all that apply: ☐ Initial return☐ Initial return of a former public charity ☐ Final return☐ Amended return ☐ Address change☐ Name change		D 1. Foreign organizations, check here..... 2. Foreign organizations meeting the 85% test, check here and attach computation ...	
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶\$ 23,262,161		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	70,000			
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	61,149	61,149		
	4 Dividends and interest from securities	390,523	390,523		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	-61,877			
	b Gross sales price for all assets on line 6a _____ 1,719,441				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	216,014	216,014		
	12 Total. Add lines 1 through 11	675,809	667,686		
	13 Compensation of officers, directors, trustees, etc.	246,882	12,345		234,537
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	8,096	0		8,096
	c Other professional fees (attach schedule)	1,900	0		1,900
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	30,700	18,700		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	2,051	103		1,948
	22 Printing and publications				
	23 Other expenses (attach schedule)	40,499	39,742		77
	24 Total operating and administrative expenses. Add lines 13 through 23	330,128	70,890		246,558
	25 Contributions, gifts, grants paid	966,500			966,500
	26 Total expenses and disbursements. Add lines 24 and 25	1,296,628	70,890		1,213,058
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-620,819			
	b Net investment income (if negative, enter -0-)		596,796		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	5,207,685	2,885,544	2,885,544
	3 Accounts receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	3,467,175	4,444,985	9,135,983
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	11,348,759	12,072,271	11,240,634
	14 Land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	20,023,619	19,402,800	23,262,161	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	0	
	Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.		
24 Unrestricted				
25 Temporarily restricted				
26 Permanently restricted				
Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
27 Capital stock, trust principal, or current funds		0	0	
28 Paid-in or capital surplus, or land, bldg., and equipment fund		0	0	
29 Retained earnings, accumulated income, endowment, or other funds		20,023,619	19,402,800	
30 Total net assets or fund balances (see instructions)	20,023,619	19,402,800		
31 Total liabilities and net assets/fund balances (see instructions) .	20,023,619	19,402,800		

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	20,023,619
2 Enter amount from Part I, line 27a	2	-620,819
3 Other increases not included in line 2 (itemize) ▶ _____	3	0
4 Add lines 1, 2, and 3	4	19,402,800
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	19,402,800

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a SHORT TERM GAIN/LOSS FROM PASSTHROUGHS	P		2019-06-30
b PUBLICLY TRADED SECURITIES	P		2019-06-30
c SECTION 1256 CONTRACTS FROM PASSTHROUGH	P		2019-06-30
d PUBLICLY TRADED SECURITIES	P		2019-06-30
e SALE OF LOT 1 TATES ROAD, CAMBRIDGE MD	D		2019-06-30

(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		15	-15
b 1,512,838		1,254,763	258,075
c		262,168	-262,168
d 188,108		194,372	-6,264
e 18,495		70,000	-51,505

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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
a			-15
b			258,075
c			-262,168
d			-6,264
e			-51,505

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	-61,877
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2017	1,281,311	24,850,214	0.051561
2016	1,272,326	23,424,130	0.054317
2015	1,223,312	23,087,216	0.052987
2014	1,211,558	25,146,617	0.048180
2013	1,071,736	24,207,089	0.044274

2 Total of line 1, column (d)	2	0.251319
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	0.050264
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	24,199,388
5 Multiply line 4 by line 3	5	1,216,358
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,968
7 Add lines 5 and 6	7	1,222,326
8 Enter qualifying distributions from Part XII, line 4	8	1,213,058

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	11,936
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	11,936
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	11,936
6	Credits/Payments:		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	8,282
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	15,000
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	23,282
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.	8	3
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	11,343
11	Enter the amount of line 10 to be: Credited to 2019 estimated tax ▶ 11,343 Refunded ▶	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	No
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ VA _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the taxable year beginning in 2018? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	Yes	
14	The books are in care of ▶ THE FOUNDATION Telephone no. ▶ (703) 385-8888			

Located at **▶** 4035 RIDGE TOP ROAD SUITE 700 FAIRFAX VAZIP+4 **▶** 22030

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ▶ ☐			
	and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 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?	16	Yes	No
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions 1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018? 1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.) 2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2018 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2018.) 3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018? 4b		No

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

5a	During the year did the foundation pay or incur any amount to:		Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	☐ Yes ☒ No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions		5b	
	Organizations relying on a current notice regarding disaster assistance check here.	☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945–5(d).	☐ Yes ☐ No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No	7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?	☐ Yes ☒ No		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions				
(a) Name and address	(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
GEORGE NEALL III 4035 RIDGE TOP RD STE 700 FAIRFAX, VA 22030	CO-TRUSTEE 5.00	82,294	0	0
IRVING GREENSPON THROUGH 6302019 4035 RIDGE TOP RD STE 700 FAIRFAX, VA 22030	CO-TRUSTEE 10.00	82,294	0	0
D JOSHUA NEALL 4035 RIDGE TOP RD STE 700 FAIRFAX, VA 22030	CO-TRUSTEE 1.00	82,294	0	0
DAN THOMPSON 4035 RIDGE TOP RD STE 700 FAIRFAX, VA 22030	CO-TRUSTEE 10.00	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

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		
Total number of others receiving over \$50,000 for professional services. ►		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities.	1a	20,917,300
b	Average of monthly cash balances.	1b	3,626,483
c	Fair market value of all other assets (see instructions).	1c	24,124
d	Total (add lines 1a, b, and c).	1d	24,567,907
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	24,567,907
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	368,519
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	24,199,388
6	Minimum investment return. Enter 5% of line 5.	6	1,209,969

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	1,209,969
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	11,936
b	Income tax for 2018. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	11,936
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,198,033
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,198,033
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	1,198,033

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	1,213,058
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,213,058
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,213,058

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				1,198,033
2 Undistributed income, if any, as of the end of 2018:				
a Enter amount for 2017 only.			956,020	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2018:				
a From 2013.				
b From 2014.				
c From 2015.				
d From 2016.				
e From 2017.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2018 from Part XII, line 4: ► \$ <u>1,213,058</u>				
a Applied to 2017, but not more than line 2a			956,020	
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.				257,038
e Remaining amount distributed out of corpus	0			
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	0			
b Prior years' undistributed income. Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b. Taxable amount—see instructions.		0		
e Undistributed income for 2017. Subtract line 4a from line 2a. Taxable amount—see instructions.			0	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019.				940,995
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 (see instructions).	0			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9:				
a Excess from 2014.				
b Excess from 2015.				
c Excess from 2016.				
d Excess from 2017.				
e Excess from 2018.				

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

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

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions

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

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

c Any submission deadlines:

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
See Additional Data Table				
Total			▶ 3a	
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated.

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ACLU125 BROAD STREET 18TH FLOOR NEW YORK, NY 10004	NONE	PC	GENERAL CHARITABLE PURPOSES	50,000
ALICE FERGUSON FOUNDATION 2001 BRYAN POINT ROAD ACCOKEEK, MD 20607	NONE	PC	GENERAL CHARITABLE PURPOSES	5,000
AMERICAN IMMIGRATION COUNCIL 1331 G ST NW SUITE 200 WASHINGTON, DC 20005	NONE	PC	GENERAL CHARITABLE PURPOSES	60,000
Total ▶ 3a				966,500

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)				
a <i>Paid during the year</i>				
AMERICAN REFUGEE COMMITTEE 615 FIRST AVENUE NE SUITE 500 MINNEAPOLIS, MN 55413	NONE	PC	GENERAL CHARITABLE PURPOSES	10,000
APPALACHIAN TRAIL CONSERVANCY 799 WASHINGTON STREET PO BOX 807 HARPERS FERRY, WV 25425	NONE	PC	GENERAL CHARITABLE PURPOSES	10,000
ARLINGTON FREE CLINIC 2921 11TH ST SOUTH ARLINGTON, VA 22204	NONE	PC	GENERAL CHARITABLE PURPOSES	15,000
Total ▶ 3a				966,500

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)				
a <i>Paid during the year</i>				
BAT CONSERVATION INTERNATIONAL 500 N CAPITAL OF TX HWY BLDG 1 AUSTIN, TX 78746	NONE	PC	GENERAL CHARITABLE PURPOSES	1,000
BLUE RIDGE AREA FOOD BANK 96 LAUREL HILL ROAD PO BOX 937 VERONA, VA 24482	NONE	PC	GENERAL CHARITABLE PURPOSES	20,000
CASA OF MIDSHORE 1 S WASHINGTON STREET SUITE 2 EASTON, VA 21601	NONE	PC	GENERAL CHARITABLE PURPOSES	30,000
Total ▶ 3a				966,500

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)				
a <i>Paid during the year</i>				
CENTER OF INVESTIGATIVE REPORTING 1400 65TH ST SUITE 200 EMERYVILLE, CA 94608	NONE	PC	GENERAL CHARITABLE PURPOSES	10,000
CENTER OFOR SCIENCE IN PUBLIC PARTICIPATION 224 NORTH CHURCH AVENUE BOZEMAN, MT 59715	NONE	PC	GENERAL CHARITABLE PURPOSES	10,000
CHARITY NAVIGATOR 139 HARRISTOWN RD SUITE 101 GLEN ROCK, NJ 07452	NONE	PC	GENERAL CHARITABLE PURPOSES	1,000
Total ▶ 3a				966,500

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)				
a <i>Paid during the year</i>				
CHARLOTTESVILLE FREE CLINIC 1138 ROSE HILL DRIVE SUITE 200 CHARLOTTESVILLE, VA 22903	NONE	PC	GENERAL CHARITABLE PURPOSES	15,000
CHESAPEAKE BAY FOUNDATION 1615 M STREET NW WASHINGTON, DC 20036	NONE	PC	GENERAL CHARITABLE PURPOSES	15,000
CORPORATE ACCOUNTABILITY 10 MILK STREET SUITE 610 BOSTON, MA 02108	NONE	PC	GENERAL CHARITABLE PURPOSES	10,000
Total ▶ 3a				966,500

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)				
a <i>Paid during the year</i>				
DOCTORS WITHOUT BORDERS 333 7TH AVENUE NEW YORK, NY 10001	NONE	PC	GENERAL CHARITABLE PURPOSES	50,000
DORCHESTER COUNTY SOCIAL SERVICES 627 RACE STREET CAMBRIDGE, MD 21613	NONE	PC	GENERAL CHARITABLE PURPOSES	5,000
ELKTON AREA UNITED SERVICES 187 W SPOTSWOOD AVE ELKTON, VA 22827	NONE	PC	GENERAL CHARITABLE PURPOSES	10,000
Total ▶ 3a				966,500

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)				
a <i>Paid during the year</i>				
EQUAL JUSTICE INITIATIVE 122 COMMERCE STREET MONTGOMERY, AL 36104	NONE	PC	GENERAL CHARITABLE PURPOSES	15,000
FIRST STEP A RESPONSE TO DOMESTIC VIOLENCE 129 FRANKLIN ST HARRISONBURG, VA 22801	NONE	PC	GENERAL CHARITABLE PURPOSES	15,000
FOOD AND WATER WATCH 1616 P STREET NW WASHINGTON, DC 20036	NONE	PC	GENERAL CHARITABLE PURPOSES	5,000
Total ▶ 3a				966,500

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)				
a <i>Paid during the year</i>				
FRACK TRACKER ALLIANCE 1845 MARKET ST STE 204 CAMP HILL, PA 17011	NONE	PC	GENERAL CHARITABLE PURPOSES	15,000
GUIDESTAR 4801 COURTHOUSE ST STE 220 WILLIAMSBURG, VA 23188	NONE	PC	GENERAL CHARITABLE PURPOSES	1,000
HABITAT FOR HUMANITY 121 HABITAT ST AMERICUS, GA 31709	NONE	PC	GENERAL CHARITABLE PURPOSES	10,000
Total ▶ 3a				966,500

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)				
a <i>Paid during the year</i>				
HARRISONBURG FREE CLINIC 25 WEST WATER ST HARRISONBURG, VA 22801	NONE	PC	GENERAL CHARITABLE PURPOSES	15,000
HOLMES COMMUNITY COLLEGE PO BOX 369 GOODMAN, MS 39079	NONE	PC	GENERAL CHARITABLE PURPOSES	20,000
HOMES FOR OUR TROOPS6 MAIN ST TAUNTON, MA 00278	NONE	PC	GENERAL CHARITABLE PURPOSES	10,000
Total ▶ 3a				966,500

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)				
a <i>Paid during the year</i>				
HOMESTRETCH INC 303 SOUTH MAPLE AVENUE SUITE 400 FALLS CHURCH, VA 22046	NONE	PC	GENERAL CHARITABLE PURPOSES	5,000
JAMES MADISON UNIVERSITY SUITCASE CLINIC BLUE RIDGE HALL 138 MSC 9010 HARRISONBURG, VA 22807	NONE	PC	GENERAL CHARITABLE PURPOSES	15,000
JEWISH COMMUNITY CENTER OF NORTHERN VIRGINIA 8900 LITTLE RIVER TURNPIKE FAIRFAX, VA 22031	NONE	PC	GENERAL CHARITABLE PURPOSES	25,000
Total ▶ 3a				966,500

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)				
a <i>Paid during the year</i>				
LEAGUE OF CONSERVATION VOTERS EDUCATION FUND 1920 L STREET NW SUITE 800 WASHINGTON, DC 20036	NONE	PC	GENERAL CHARITABLE PURPOSES	10,000
LOST LIGHT PROJECTS DBA INSIDE CLIMATE NEWS 16 COURT ST SUITE 2307 BROOKLYN, NY 11241	NONE	PC	GENERAL CHARITABLE PURPOSES	5,000
MARYLAND COMMUNITY COLLEGE SYSTEM 301 LARGO ROAD LARGO, MD 20774	NONE	PC	GENERAL CHARITABLE PURPOSES	80,000
Total ▶ 3a				966,500

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)				
a Paid during the year				
MISSION LIFE CENTER 11911 BRADDOCK ROAD FAIRFAX, VA 22030	NONE	PC	GENERAL CHARITABLE PURPOSES	10,000
NORTHERN VIRGINIA FAMILY SERVICES 10455 WHITE GRANITE DR SUITE 100 OAKTON, VA 22124	NONE	PC	GENERAL CHARITABLE PURPOSES	17,500
OHIO VALLEY ENVIRONMENTAL COALITION PO BOX 6753 HUNTINGTON, WV 25773	NONE	PC	GENERAL CHARITABLE PURPOSES	10,000
Total ▶ 3a				966,500

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)				
a <i>Paid during the year</i>				
OPEN BIO LABS 300 W MAIN ST STE B101 CHARLOTTESVILLE, VA 22903	NONE	PC	GENERAL CHARITABLE PURPOSES	5,000
PLANNED PARENTHOOD 123 WILLIAM STREET 10TH FLOOR NEW YORK, NY 10038	NONE	PC	GENERAL CHARITABLE PURPOSES	30,000
POTOMAC CONSERVANCY 8403 COLESVILLE ROAD SUITE 805 SILVER SPRING, MD 20910	NONE	PC	GENERAL CHARITABLE PURPOSES	10,000
Total ▶ 3a				966,500

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)				
a Paid during the year				
REMOTE AREA MEDICAL CLINIC 2200 STOCK CREED BLVD ROCKFORD, TN 37853	NONE	PC	GENERAL CHARITABLE PURPOSES	10,000
SHELTERBOX USA 7359 MERCHANT COURT LAKEWOOD RANCH, FL 34240	NONE	PC	GENERAL CHARITABLE PURPOSES	15,000
SOUTH EAST ALASKA CONSERVATION COUNCIL 224 GOLD ST JUNEAU, AL 99801	NONE	PC	GENERAL CHARITABLE PURPOSES	10,000
Total ▶ 3a				966,500

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)				
a Paid during the year				
SOUTHERN ENVIRONMENTAL LAW CENTER 201 WEST MAIN STREET SUITE 14 CHARLOTTESVILLE, VA 22902	NONE	PC	GENERAL CHARITABLE PURPOSES	10,000
THE GUS BUS CO JAMES MADISON UNIVERSITY 800 SOUTH MAIN STREET HARRISONBURG, VA 22807	NONE	PC	GENERAL CHARITABLE PURPOSES	1,000
THE HAVEN112 W MARKET ST CHARLOTTESVILLE, VA 22902	NONE	PC	GENERAL CHARITABLE PURPOSES	10,000
Total ▶ 3a				966,500

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)				
a <i>Paid during the year</i>				
THOMAS JEFFERSON AREA COALITION PO BOX 34 CHARLOTTESVILLE, VA 22902	NONE	PC	GENERAL CHARITABLE PURPOSES	10,000
VIENNA WOMENS CENTER 133 PARK STREET NE VIENNA, VA 22180	NONE	PC	GENERAL CHARITABLE PURPOSES	10,000
VIRGINIA FOUNDATION FOR COMMUNITY COLLEGE EDUCATION 300 ARBORETUM PLACE SUITE 200 RICHMOND, VA 23236	NONE	PC	GENERAL CHARITABLE PURPOSES	115,000
Total ▶ 3a				966,500

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)				
a <i>Paid during the year</i>				
VOTESMARTORG1153 24TH STREET DES MOINES, IA 50311	NONE	PC	GENERAL CHARITABLE PURPOSES	5,000
WATERORG 117 WEST 20TH STREET SUITE 203 KANSAS CITY, MO 64108	NONE	PC	GENERAL CHARITABLE PURPOSES	7,500
YOUTH FOR TOMORROW 11835 HAZEL CIRCLE DR BRISTOW, VA 20136	NONE	PC	GENERAL CHARITABLE PURPOSES	10,000
Total ▶ 3a				966,500

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)				
a <i>Paid during the year</i>				
ACTS PWC3900 ACTS LANE DUMFRIES, VA 22026	NONE	PC	GENERAL CHARITABLE PURPOSES	5,000
ACCESS ART2446 WASHINGTON BLVD BALTIMORE, MD 21230	NONE	PC	GENERAL CHARITABLE PURPOSES	12,500
DORCHESTER CENTER FOR THE ARTS 321 HIGH STREET CAMBRIDGE, MD 21613	NONE	PC	GENERAL CHARITABLE PURPOSES	5,000
Total ▶ 3a				966,500

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)				
a <i>Paid during the year</i>				
THE MARSHALL PROJECT 156 W 56TH ST 701 NEW YORK, NY 10019	NONE	PC	GENERAL CHARITABLE PURPOSES	5,000
NATIONAL PARTNERSHIP FOR WOMEN AND FAMILY FOUNDATION 1875 CONNECTICUT AVE NW WASHINGTON, DC 20009	NONE	PC	GENERAL CHARITABLE PURPOSES	20,000
NATIONAL ASSOCIATION OF INDEPENDENT COLLEGES 1025 CONNECTICUT AVE NW WASHINGTON, DC 20009	NONE	PC	GENERAL CHARITABLE PURPOSES	12,500
Total ▶ 3a				966,500

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)				
a <i>Paid during the year</i>				
PROPUBLICA155 6TH AVE NEW YORK, NY 10013	NONE	PC	GENERAL CHARITABLE PURPOSES	5,000
WHCPORG516 RACE STREET CAMBRIDGE, MD 21613	NONE	PC	GENERAL CHARITABLE PURPOSES	2,500
FIRST NATION DEVELOPMENT 2217 PRINCESS ANNE ST 111-1 FREDRICKSBURG, VA 22401	NONE	PC	GENERAL CHARITABLE PURPOSES	15,000
Total ▶ 3a				966,500

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)				
a <i>Paid during the year</i>				
EMBRY RUCKER SHELTER 11975 BOWMAN TOWNE DR RESTON, VA 20190	NONE	PC	GENERAL CHARITABLE PURPOSES	15,000
Total  3a				966,500

TY 2018 Accounting Fees Schedule

Name: THE NEALL FAMILY CHARITABLE FOUNDATION
C/O THOMPSON GREENSPON

EIN: 54-1924107

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES - 990-PF PREPARATION	8,096	0		8,096

TY 2018 General Explanation Attachment

Name: THE NEALL FAMILY CHARITABLE FOUNDATION
C/O THOMPSON GREENSPON

EIN: 54-1924107

General Explanation Attachment

Identifier	Return Reference	Explanation	
1	CO-TRUSTEE HOURS DEVOTED TO POSITION	FORM 990- PF	IN ADDITION TO THE AVERAGE HOURS PER WEEK DEVOTED TO THE CO-TRUSTEE POSITIONS REFLECTED ON FORM 990-PF, PART VIII, LINE 1(B), EACH CO-TRUSTEE SPENDS SIGNIFICANT TIME, AS NEEDED, REVIEWING AND MODIFYING INVESTMENTS, MONTHLY MEETINGS, AND RESEARCHING AND DECIDING UPON QUALIFIED DONEES.

TY 2018 Investments Corporate Stock Schedule

Name: THE NEALL FAMILY CHARITABLE FOUNDATION
C/O THOMPSON GREENSPON

EIN: 54-1924107

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK	4,444,985	9,135,983

TY 2018 Investments - Other Schedule

Name: THE NEALL FAMILY CHARITABLE FOUNDATION
C/O THOMPSON GREENSPON

EIN: 54-1924107

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MUTUAL FUNDS/ETF/REIT	AT COST	9,845,557	8,950,612
INVESTMENT PARTNERSHIP INTERESTS	AT COST	2,226,714	2,290,022

TY 2018 Other Expenses Schedule

Name: THE NEALL FAMILY CHARITABLE FOUNDATION
C/O THOMPSON GREENSPON

EIN: 54-1924107

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	22,997	22,997		0
INVESTMENT EXPENSE FROM PASSTHROUGHS	16,745	16,745		0
CHARITABLE CONTRIBUTION	77	0		77
WIRE FEE	91	0		0
NON-DEDUCTIBLE EXPENSES	589	0		0

TY 2018 Other Income Schedule

Name: THE NEALL FAMILY CHARITABLE FOUNDATION
C/O THOMPSON GREENSPON

EIN: 54-1924107

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME	202,185	202,185	202,185
OTHER INCOME FROM PASSTHROUGHS	13,829	13,829	13,829

TY 2018 Other Professional Fees Schedule

Name: THE NEALL FAMILY CHARITABLE FOUNDATION
C/O THOMPSON GREENSPON

EIN: 54-1924107

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTING EXPENSE	1,900	0		1,900

TY 2018 Taxes Schedule

Name: THE NEALL FAMILY CHARITABLE FOUNDATION
C/O THOMPSON GREENSPON

EIN: 54-1924107

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	18,700	18,700		0
FEDERAL TAXES PAID	12,000	0		0

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491154003230							
Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service		Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Go to www.irs.gov/Form990 for the latest information.			OMB No. 1545-0047						
					2018						
Name of the organization THE NEALL FAMILY CHARITABLE FOUNDATION C/O THOMPSON GREENSPON				Employer identification number 54-1924107							
Organization type (check one):											
Filers of: Form 990 or 990-EZ Form 990-PF						Section: ☐ 501(c)() (enter number) organization ☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation ☐ 527 political organization ☒ 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 other 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 33¹/₃% 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 <i>exclusively</i> for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, 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 <i>exclusively</i> 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 <i>exclusively</i> religious, charitable, etc., purpose. Don't complete any of the parts unless the General Rule applies to this organization because it received <i>nonexclusively</i> 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 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).											
For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Cat. No. 30613X Schedule B (Form 990, 990-EZ, or 990-PF) (2018)											

Name of organization THE NEALL FAMILY CHARITABLE FOUNDATION C/O THOMPSON GREENSPON	Employer identification number 54-1924107
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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	GEORGE NEALL II ESTATE 2071 CHAIN BRIDGE ROAD STE 320 VIENNA, VA 22182	\$ 70,000	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
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		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization THE NEALL FAMILY CHARITABLE FOUNDATION C/O THOMPSON GREENSPON	Employer identification number 54-1924107
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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
1	LOT 1 - 1.45 ACRES, TATES BANK ROAD, CAMBRIDGE MD	\$ 70,000	2018-07-01
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	

Name of organization THE NEALL FAMILY CHARITABLE FOUNDATION C/O THOMPSON GREENSPON	Employer identification number 54-1924107
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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 information once. See instructions.) ► \$ _____

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	
(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	
(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	
(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	