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

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

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

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

OMB No 1545-0052

2018

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

For calendar year 2018 or tax year beginning

07/01, 2018, and ending

06/30, 2019

Name of foundation

WINDSOR FDN TRUST U/W QUINCY COLE

A Employer identification number

54-6086247

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

Room/suite

B Telephone number (see instructions)

888-866-3275

P.O. BOX 1802

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

PROVIDENCE, RI 02901-1802

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

G Check all that apply.

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

H Check type of organization

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line

J Accounting method ☒ Cash ☐ Accrual

16) \$ 13,518,063.

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)

1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	249,462.	241,243.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	94,827.			
b	Gross sales price for all assets on line 6a	1,942,966.			
7	Capital gain net income (from Part IV, line 2)		94,827.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total Add lines 1 through 11	344,289.	336,070.		
13	Compensation of officers, directors, trustees, etc.	107,260.	64,356.		42,904.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)	6,848.	NONE	NONE	6,848.
b	Accounting fees (attach schedule)	1,425.	855.	NONE	570.
c	Other professional fees (attach schedule)	32,832.	10.		32,822.
17	Interest				
18	Taxes (attach schedule) (see instructions)	3,181.	1,531.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule)	7,749.	300.		7,449.
24	Total operating and administrative expenses Add lines 13 through 23	159,295.	67,052.	NONE	90,593.
25	Contributions, gifts, grants paid	350,000.			350,000.
26	Total expenses and disbursements Add lines 24 and 25	509,295.	67,052.	NONE	440,593.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-165,006.			
b	Net investment income (if negative, enter -0-)		269,018.		
c	Adjusted net income (if negative, enter -0-)				

JSA For Paperwork Reduction Act Notice, see instructions

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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		68,274.	300,917.	300,917.
	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 ▶	NONE			
	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) . STMT 7		7,991,934.	7,800,664.	12,612,341.
	c	Investments - corporate bonds (attach schedule) . STMT 12		806,665.	600,643.	604,805.
	Liabilities	11	Investments - land, buildings, and equipment basis			
		Less accumulated depreciation (attach schedule) ▶				
12		Investments - mortgage loans				
13		Investments - other (attach schedule)				
14		Land, buildings, and equipment basis				
		Less accumulated depreciation (attach schedule) ▶				
15		Other assets (describe ▶)				
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		8,866,873.	8,702,224.	13,518,063.
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons.				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)			NONE	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here <input type="checkbox"/>				
		and complete lines 24 through 26, and lines 30 and 31				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
		and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds		8,866,873.	8,702,224.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund.				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)		8,866,873.	8,702,224.	
	31	Total liabilities and net assets/fund balances (see instructions)		8,866,873.	8,702,224.	

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	8,866,873.
2	Enter amount from Part I, line 27a	2	-165,006.
3	Other increases not included in line 2 (itemize) ▶ COMMON TRUST FUND ADJUSTMENT	3	2,376.
4	Add lines 1, 2, and 3	4	8,704,243.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 13	5	2,019.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,702,224.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a PUBLICLY TRADED SECURITIES					
b OTHER GAINS AND LOSSES					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 1,944,897.		1,848,139.	96,758.		
b -1,931.			-1,931.		
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			96,758.		
b			-1,931.		
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	94,827.	
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 doesn't qualify under section 4940(e). Do not complete this part.

(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	1,025,349.	13,162,326.	0.077900
2016	379,558.	12,259,522.	0.030960
2015	674,922.	11,987,721.	0.056301
2014	682,997.	12,743,629.	0.053595
2013	636,917.	12,426,949.	0.051253
2 Total of line 1, column (d)			2 0.270009
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 0.054002
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			4 12,954,450.
5 Multiply line 4 by line 3.			5 699,566.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,690.
7 Add lines 5 and 6			7 702,256.
8 Enter qualifying distributions from Part XII, line 4 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			8 440,593.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	5,380.
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			
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	NONE
3 Add lines 1 and 2		3	5,380.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	5,380.
6 Credits/Payments			
a 2018 estimated tax payments and 2017 overpayment credited to 2018	6a	4,020.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	4,020.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,360.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2019 estimated tax <input type="checkbox"/> NONE Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X	
14 The books are in care of ▶ <u>BANK OF AMERICA</u> Telephone no ▶ <u>(804) 887-8773</u> Located at ▶ <u>1111 E MAIN STREET, RICHMOND, VA</u> ZIP+4 ▶ <u>23219</u>		
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? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶		X

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

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

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, and foundation managers and their compensation. 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
SEE STATEMENT 15		107,260.		

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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 **NONE**

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		NONE
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
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 N/A	
2	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	13,011,834.
b	Average of monthly cash balances	1b	139,892.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	13,151,726.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d.	3	13,151,726.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	197,276.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,954,450.
6	Minimum investment return. Enter 5% of line 5	6	647,723.

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	647,723.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	5,380.
b	Income tax for 2018 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b.	2c	5,380.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	642,343.
4	Recoveries of amounts treated as qualifying distributions.	4	NONE
5	Add lines 3 and 4	5	642,343.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	642,343.

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	440,593.
b	Program-related investments - total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	440,593.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	440,593.

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				642,343.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			NONE	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2018				
a From 2013	NONE			
b From 2014	NONE			
c From 2015	71,856.			
d From 2016	NONE			
e From 2017	375,267.			
f Total of lines 3a through e	447,123.			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 440,593.				
a Applied to 2017, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2018 distributable amount.				440,593.
e Remaining amount distributed out of corpus.	NONE			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	201,750.			201,750.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	245,373.			
b Prior years' undistributed income Subtract line 4b from line 2b.		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019.				NONE
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)	NONE			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2019 Subtract lines 7 and 8 from line 6a	245,373.			
10 Analysis of line 9				
a Excess from 2014	NONE			
b Excess from 2015	NONE			
c Excess from 2016	NONE			
d Excess from 2017	245,373.			
e Excess from 2018				

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

NOT APPLICABLE

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 foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

SEE STATEMENT 17

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
CHILDREN'S MUSEUM OF RICHMOND 2626 WEST BROAD STREET RICHMOND VA 23220	N/A	PC	SUPPORT THE ART STUDIO	50,000.
ST. JAMES'S CHILDRENS CENTER 1205 WEST FRANKLIN STREET RICHMOND VA 23220	N/A	PC	SUPPORT TEACHER SALARIES	25,000.
BON SECOURS RICHMOND HEALTH SYSTEM 8580 MAGELLAN PKWY RICHMOND VA 23227	N/A	PC	SUPPORT SARAH G JONES CTR FOR HEALTHY LIVING	50,000.
VALENTINE MUSEUM 1015 E CLAY ST RICHMOND VA 23219-1527	N/A	PC	GRANT FOR CRITICAL REPAIRS TO STEPS	50,000.
YMCA OF RICHMOND 6 N. FIFTH ST RICHMOND VA 23219	N/A	PC	GRANT FOR CAPITAL RENOVATIONS NORTHSIDE YMCA	50,000.
BETTER HOUSING COALITION 23 W BROAD ST STE 100 RICHMOND VA 23241	N/A	PC	SENIOR HEALTH & WELLNESS PROGRAM	20,000.
RICHMOND BALLET, INC 407 E CANAL ST RICHMOND VA 23219	N/A	PC	SUPPORT ROAD TO THE FUTURE CAMPAIGN	100,000.
FACES OF HOPE 8014 MIDLOTHIAN TPKE STE 200-A N CHESTERFIELD	N/A	PC	SUPPORT HEALTHY OPTIONS FOR PERSONAL EMPOWER	5,000.
Total			3a	350,000.
b Approved for future payment				
Total			3b	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	1,311.	1,311.
FOREIGN DIVIDENDS	14,871.	14,871.
NONDIVIDEND DISTRIBUTIONS	1,009.	
DOMESTIC DIVIDENDS	172,432.	172,432.
OTHER INTEREST	20,821.	20,821.
FOREIGN INTEREST	4,099.	4,099.
EXEMPT INTEREST NOT SUBJECT TO AMT - STA	7,210.	
U.S. GOVERNMENT INTEREST(FEDERAL TAXABLE	1,020.	1,020.
NONQUALIFIED FOREIGN DIVIDENDS	4,502.	4,502.
NONQUALIFIED DOMESTIC DIVIDENDS	22,187.	22,187.
TOTAL	249,462.	241,243.

FORM 990PF, PART I - LEGAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCCME -----	CHARITABLE PURPOSES -----
LEGAL FEES - CHARITABLE	6,848.			6,848.
TOTALS	6,848.	NONE	NONE	6,848.
	=====	=====	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE - BOA	1,425.	855.		570.
TOTALS	1,425.	855.	NONE	570.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
GRANTMAKING FEES - BOA	32,822.	10.	32,822.
INVESTMENT ADVISORY FEES	10.		
TOTALS	32,832.	10.	32,822.
	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
EXCISE TAX ESTIMATES	1,650.	
FOREIGN TAXES ON QUALIFIED FOR	1,053.	1,053.
FOREIGN TAXES ON NONQUALIFIED	478.	478.
	-----	-----
TOTALS	3,181.	1,531.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OTHER ALLOCABLE EXPENSE-PRINCI	150.	150.	
OTHER ALLOCABLE EXPENSE-INCOME	150.	150.	
OTHER CHARITABLE EXPENSES	7,449.		7,449.
TOTALS	7,749.	300.	7,449.
	=====	=====	=====

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHED SCHEDULE		
464286533 ISHARES EDGE MSCI MI		324,049.
464287465 ISHARES MSCI EAFE ET	280,208.	1,036,843.
464287598 ISHARES RUSSELL 1000	524,675.	1,337,390.
464287614 ISHARES RUSSELL 1000	429,493.	
46429B689 ISHARES EDGE MSCI MI		
46429B697 ISHARES EDGE MSCI MI	284,280.	377,666.
922042858 VANGUARD FTSE EMERGI	609,600.	1,023,855.
922908629 VANGUARD MID-CAP ETF	623,830.	963,459.
922908751 VANGUARD SMALL-CAP E		
053484101 AVALONBAY CMNTYS INC		
101121101 BOSTON PROPERTIES IN		
229663109 CUBESMART INC REITS		
42225P501 HEALTHCARE TR AMER I		
74460D109 PUBLIC STORAGE INC C		
828806109 SIMON PPTY GROUP INC		
92276F100 VENTAS INC COM		
166764100 CHEVRON CORP COM	42,790.	62,220.
26875P101 EOG RES INC COM	27,752.	46,580.
30231G102 EXXON MOBIL CORP COM		
674599105 OCCIDENTAL PETE CORP		
806857108 SCHLUMBERGER LTD COM		
91913Y100 VALERO ENERGY CORP N		
N53745100 LYONDELLBASELL INDUS	41,683.	64,208.
260543103 DOW CHEM CO COM		
35671D857 FREPORT-MCMORAN INC		
G29183103 EATON CORP PLC COM	41,204.	62,460.
097023105 BOEING CO COM	35,712.	118,303.
369550108 GENERAL DYNAMICS COR	50,906.	63,637.

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
369604103 GENERAL ELEC CO COM		
438516106 HONEYWELL INTL INC C	36,285.	87,295.
666807102 NORTHROP GRUMMAN COR	42,193.	72,700.
755111507 RAYTHEON CO COM NEW	46,848.	104,328.
88579Y101 3M CO COM		
023135106 AMAZON COM INC COM	10,374.	236,704.
254687106 DISNEY WALT CO COM D		
37045V100 GENERAL MTRS CO COM		
437076102 HOME DEPOT INC COM	26,407.	103,985.
654106103 NIKE INC CL B		
824348106 SHERWIN WILLIAMS CO	6,297.	34,372.
855244109 STARBUCKS CORP COM		
872540109 TJX COS INC NEW COM		
87612E106 TARGET CORP COM		
02209S103 ALTRIA GROUP INC COM		
03524A108 ANHEUSER BUSCH INBEV		
126650100 CVS HEALTH CORP COM		
22160K105 COSTCO WHSL CORP NEW	33,967.	79,278.
494368103 KIMBERLY CLARK CORP		
518439104 LAUDER ESTEE COS INC	25,165.	91,555.
60871R209 MOLSON COORS BREWING		
609207105 MONDELEZ INTL INC CO		
713448108 PEPSICO INC COM		
718172109 PHILIP MORRIS INTL I		
G0177J108 ALLERGAN PLC COM		
G5960L103 MEDTRONIC PLC COM		
00287Y109 ABBVIE INC COM	35,654.	47,268.
031162100 AMGEN INC COM	19,654.	41,463.
075887109 BECTON DICKINSON & C	40,173.	104,080.

FORM 990PF, PART II - CORPORATE STOCK
 =====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
110122108 BRISTOL MYERS SQUIBB		
151020104 CELGENE CORP COM		
375558103 GILEAD SCIENCES INC		
478160104 JOHNSON & JOHNSON CO	37,753.	69,640.
58933Y105 MERCK & CO INC NEW C		
670100205 NOVO-NORDISK A S ADR		
717081103 PFIZER INC COM	26,192.	58,482.
881624209 TEVA PHARMACEUTICAL		
H1467J104 CHUBB LTD COM		
084670702 BERKSHIRE HATHAWAY I	38,326.	63,951.
09247X101 BLACKROCK INC CL A	40,989.	70,395.
14040H105 CAPITAL ONE FINL COR	45,373.	58,981.
38141G104 GOLDMAN SACHS GROUP	46,766.	61,380.
46625H100 J P MORGAN CHASE & C	56,718.	128,570.
74144T108 PRICE T ROWE GROUP I	32,471.	54,855.
744320102 PRUDENTIAL FINL INC	43,807.	58,075.
902973304 US BANCORP DEL COM N	29,330.	44,540.
949746101 WELLS FARGO & CO NEW		
962166104 WEYERHAEUSER CO COM		
02079K305 ALPHABET INC CL A CO	53,158.	108,280.
037833100 APPLE INC COM	43,381.	98,960.
053015103 AUTOMATIC DATA PROCE	31,797.	82,665.
17275R102 CISCO SYS INC COM	44,684.	98,514.
192446102 COGNIZANT TECHNOLOGY	18,467.	44,373.
30303M102 FACEBOOK INC CL A CO	14,698.	125,450.
458140100 INTEL CORP COM	34,180.	64,625.
57636Q104 MASTERCARD INC CL A	28,489.	92,586.
594918104 MICROSOFT CORP COM	49,342.	200,940.
79466L302 SALESFORCE COM INC C	16,189.	106,211.

FORM 990PF, PART II - CORPORATE STOCK
 =====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
882508104 TEXAS INSTRS INC COM	33,630.	86,070.
92826C839 VISA INC CL A COM	23,140.	130,163.
00206R102 AT&T INC COM		
92343V104 VERIZON COMMUNICATIO		
025537101 AMERICAN ELEC PWR IN		
25746U109 DOMINION ENERGY INC		
65339F101 NEXTERA ENERGY INC C	23,370.	51,215.
816851109 SEMPRA ENERGY COM	30,223.	48,104.
091936526 BLACKROCK GLOBAL LON		
277902698 EATON VANCE ATLANTA	143,640.	300,982.
47803W406 JOHN HANCOCK FDS III		
74925K581 BOSTON PARTNERS LONG	348,450.	382,000.
904504842 UNDISCOVERED MANAGER		
09257V201 BLACKSTONE ALTERNATI	60,200.	65,400.
74253Q416 PRINCIPAL PFD SECS F	148,525.	146,305.
19763T889 COLUMBIA INCOME OPPO		
68380L407 OPPENHEIMER INTL GRO	646,502.	663,657.
99Z501639 INTERMEDIATE CROSSOV		
996666939 GLOBAL OPPORTUNITIES		
464288760 ISHARES US AEROSPACE	156,232.	198,144.
46429B598 ISHARES MSCI INDIA E	105,056.	112,254.
46432F842 ISHARES CORE MSCI EA	139,949.	142,448.
46434G103 ISHARES CORE MSCI EM	86,959.	91,563.
46434G822 ISHARES MSCI JAPAN E		
922908637 VANGUARD LARGE-CAP E	449,159.	464,110.
922908769 VANGUARD INDEX TR VA	237,725.	246,148.
81369Y704 SELECT SECTOR SPDR T	78,031.	82,065.
81369Y209 SELECT SECTOR SPDR T		
81369Y605 SELECT SECTOR SPDR T		

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
055622104 BP P L C SPONSORED A		
26078J100 DOWDUPONT INC COM	33,140.	41,700.
907818108 UNION PAC CORP COM	49,485.	84,555.
94106L109 WASTE MGMT INC DEL C	35,084.	57,685.
15135B101 CENTENE CORP DELAWAR	31,721.	52,440.
532457108 LILLY ELI & CO COM	33,360.	55,395.
172967424 CITIGROUP INC NEW CO	49,015.	59,526.
617446448 MORGAN STANLEY COM	39,792.	54,763.
19765J814 COLUMBIA SMALL CAP I		
64128R608 NEUBERGER BERMAN LON	44,940.	50,295.
09256H286 BLACKROCK STRATEGIC		
19763T806 COLUMBIA INCOME OPPO	96,323.	123,853.
46432F339 ISHARES EDGE MSCI US	492,274.	502,170.
260557103 DOW INC COM	8,527.	10,256.
931142103 WALMART INC COM	30,334.	34,804.
09260B382 BLACKROCK STRATEGIC	98,618.	99,100.
	-----	-----
TOTALS	7,800,664.	12,612,341.
	=====	=====

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
02665WAQ4 AMERICAN HONDA FIN C		
035242AC0 ANHEUSER BUSCH INBEV		
037833AQ3 APPLE INC UNSEC'D SR		
24422ETF6 DEERE JOHN CAP CORP	100,502.	100,593.
437076BE1 HOME DEPOT INC UNSEC		
459200GX3 INTERNATIONAL BUSINE		
755111BT7 RAYTHEON CO SR UNSEC	101,010.	101,131.
94974BGM6 WELLS FARGO & CO NEW	100,200.	100,329.
055451AL2 BHP BILLITON FIN USA	101,931.	102,318.
05565QBT4 BP CAP MKTS PLC CO G		
89114QAE8 TORONTO DOMINION BK		
89152UAG7 TOTAL CAP SR UNSEC'D		
961214BV4 WESTPAC BKG CORP UNS	100,124.	99,967.
48127HAA7 JPMORGAN CHASE & CO	96,876.	100,467.
166764AB6 CHEVRON CORP NEW SR		
TOTALS	600,643.	604,805.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION	AMOUNT
-----	-----
COST ADJUSTMENTS	2,009.
ROUNDING	10.

TOTAL	2,019.
	=====

GAINS AND LOSSES FROM PASS-THRU ENTITIES
=====NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	-466.00	

TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)		-466.00
		=====

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	-1,465.00	

TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)		-1,465.00
		=====

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

=====

OFFICER NAME:

BANK OF AMERICA, N.A.

ADDRESS:

1800 K STREET NW

WASHINGTON, DC 20006

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 107,260.

OFFICER NAME:

KENNETH M PERRY

ADDRESS:

P.O. BOX 6254

RICHMOND, VA 23230

TITLE:

PRESIDENT

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

JOHN B O'GRADY

ADDRESS:

P.O. BOX 6254

RICHMOND, VA 23230

TITLE:

VICE PRESIDENT

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

A. ERIC KAUDERS, JR

ADDRESS:

P.O. BOX 6254

RICHMOND, VA 23230

TITLE:

SECTRY/TREASURER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

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

=====

OFFICER NAME:

MARCIA H THALHIMER

ADDRESS:

P.O. BOX 6254

RICHMOND, VA 23230

TITLE:

DIST BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

CHRISTOPHER M PERRY

ADDRESS:

P.O. BOX 6254

RICHMOND, VA 23230

TITLE:

DIST BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

TOTAL COMPENSATION:

107,260.

=====

WINDSOR FDN TRUST U/W QUINCY COLE
FORM 990PF, PART XV - LINES 2a - 2d
=====

54-6086247

RECIPIENT NAME:

BANK OF AMERICA, LEE PARKER

ADDRESS:

1800 K STREET NW, 5TH FL
WASHINGTON, DC 20006

FORM, INFORMATION AND MATERIALS:

SEE ATTACHED GUIDELINES

SUBMISSION DEADLINES:

APRIL 1ST AND OCTOBER 1ST

RESTRICTIONS OR LIMITATIONS ON AWARDS:

APPLICANT MUST BE IN AND SERVE THE
RICHMOND VA METRO AREA

STATEMENT 17

FEDERAL FOOTNOTES

=====

THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.