

For calendar year 2019, or tax year beginning 01-01-2019, and ending 12-31-2019

Name of foundation THE CAMERON FOUNDATION		A Employer identification number 20-0097152	
Number and street (or P.O. box number if mail is not delivered to street address) 228 S SYCAMORE ST		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code PETERSBURG, VA 23803		B Telephone number (see instructions) (804) 732-8900	
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) ▶ \$ 139,068,411		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)	1,060			
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	619,438	619,438		
	4 Dividends and interest from securities	1,967,802	2,451,169		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	3,530,762			
	b Gross sales price for all assets on line 6a _____ 19,883,948				
	7 Capital gain net income (from Part IV, line 2)		3,530,762		
	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)	20,630	-249,879	20,630	
	12 Total. Add lines 1 through 11	6,139,692	6,351,490	20,630	
	13 Compensation of officers, directors, trustees, etc.	320,202	32,020	0	287,695
	14 Other employee salaries and wages	654,661	0	0	633,976
	15 Pension plans, employee benefits	312,774	10,211	0	298,706
	16a Legal fees (attach schedule)	60,147	12,029	0	48,118
	b Accounting fees (attach schedule)	102,750	35,350	0	61,085
	c Other professional fees (attach schedule)	366,985	353,903	0	364,344
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	392,121	0	0	392,121
	19 Depreciation (attach schedule) and depletion	126,415	0	0	
	20 Occupancy	62,650	3,717	0	58,933
	21 Travel, conferences, and meetings	32,751	2,858	0	29,828
	22 Printing and publications	18,656	0	0	18,050
	23 Other expenses (attach schedule)	389,937	5,521	0	404,807
	24 Total operating and administrative expenses. Add lines 13 through 23	2,840,049	455,609	0	2,597,663
	25 Contributions, gifts, grants paid	2,927,845			2,927,845
	26 Total expenses and disbursements. Add lines 24 and 25	5,767,894	455,609	0	5,525,508
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	371,798			
	b Net investment income (if negative, enter -0-)		5,895,881		
c Adjusted net income (if negative, enter -0-)				20,630	

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	520,323	547,107	547,107
	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	265,982	172,790	172,790
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	67,528,249	81,438,145	81,438,145
	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)	42,442,876	47,253,433	47,253,433
	14 Land, buildings, and equipment: basis ▶ <u>3,491,001</u> Less: accumulated depreciation (attach schedule) ▶ <u>1,406,329</u>	2,195,080	2,084,672	2,084,672
15 Other assets (describe ▶ _____)	9,009,397	7,572,264	7,572,264	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	121,961,907	139,068,411	139,068,411	
Liabilities	17 Accounts payable and accrued expenses	358,359	464,204	
	18 Grants payable	765,262	724,787	
	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 ▶ _____)	65,426	339,777	
	23 Total liabilities (add lines 17 through 22)	1,189,047	1,528,768	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here ☒ and complete lines 24, 25, 29 and 30.			
	24 Net assets without donor restrictions	115,889,143	132,813,454	
	25 Net assets with donor restrictions	4,883,717	4,726,189	
	Foundations that do not follow FASB ASC 958, check here ☐ and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
	29 Total net assets or fund balances (see instructions)	120,772,860	137,539,643	
	30 Total liabilities and net assets/fund balances (see instructions) .	121,961,907	139,068,411	

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 29 (must agree with end-of-year figure reported on prior year's return)	1	120,772,860
2 Enter amount from Part I, line 27a	2	371,798
3 Other increases not included in line 2 (itemize) ▶ _____	3	16,511,194
4 Add lines 1, 2, and 3	4	137,655,852
5 Decreases not included in line 2 (itemize) ▶ _____	5	116,209
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	137,539,643

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Additional Data Table			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	3,530,762
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))
2018	5,310,819	117,833,126	0.045071
2017	5,978,824	125,500,691	0.047640
2016	5,505,985	120,566,927	0.045667
2015	5,467,072	126,565,738	0.043196
2014	6,715,310	124,005,334	0.054153

2 Total of line 1, column (d)	2	0.235727
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	0.047145
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	129,546,275
5 Multiply line 4 by line 3	5	6,107,459
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	58,959
7 Add lines 5 and 6	7	6,166,418
8 Enter qualifying distributions from Part XII, line 4	8	5,525,508

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	117,918
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	117,918
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	117,918
6	Credits/Payments:		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	242,800
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	242,800
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached.	8	0
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	124,882
11	Enter the amount of line 10 to be: Credited to 2020 estimated tax ▶ 124,882 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. ▶ \$ 0 (2) On foundation managers. ▶ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <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	Yes
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 2019 or the taxable year beginning in 2019? 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 ► <u>WWW.CAMFOUND.ORG</u>	13	Yes	
14	The books are in care of ► <u>CORPORATE OFFICERS</u> Telephone no. ► <u>(804) 732-8900</u>			

Located at ► 228 S SYCAMORE ST PETERSBURG VAZIP+4 ► 23803

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 2019, 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	
	Organizations relying on a current notice regarding disaster assistance check here. ► ☐		
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 2019?	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 2019, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019? ☐ 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 2019 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 2019.)	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 2019?	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	Yes
	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
See Additional Data Table				
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
JILL C COLEMAN	VICE PRESIDENT FOR P	135,025	27,809	0
228 SOUTH SYCAMORE STREET PETERSBURG, VA 23803	40.00			
RISHA L STEBBINS	PROGRAM OFFICER	90,757	26,196	0
228 SOUTH SYCAMORE STREET PETERSBURG, VA 23803	40.00			
VALERIE L LIGGINS	PROGRAM OFFICER	92,225	20,562	0
228 SOUTH SYCAMORE STREET PETERSBURG, VA 23803	40.00			
BRANDY L CRAMER	PROGRAM OFFICER	75,293	15,581	0
228 SOUTH SYCAMORE STREET PETERSBURG, VA 23803	40.00			
JEROME KUTHY	PROGRAM OFFICER	71,390	15,968	0
228 SOUTH SYCAMORE STREET PETERSBURG, VA 23803	40.00			
Total number of other employees paid over \$50,000.				1

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
PAVILION ADVISORY GROUP INC 227 W MONROE STREET SUITE 2020 CHICAGO, IL 60606	INVESTMENT ADVISORY SERVICES	176,413
WELLINGTON GLOBAL 280 CONGRESS ST BOSTON, MA 02210	INVESTMENT FUND MANAGER	79,728
501 ADVISORS INC PO BOX 3538 CHESTER, VA 23831	CONTRACT CFO & MANAGEMENT SERVICES	76,475
JOHNSON & ANDREWS PO BOX 3090 PETERSBURG, VA 23805	LEGAL SERVICES	60,147
CHROMA DESIGN 2020 B PEARL STREET BOULDER, CO 80302	CONSTRUCTION DESIGN	55,566
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	119,186,879
b	Average of monthly cash balances.	1b	2,384,538
c	Fair market value of all other assets (see instructions).	1c	9,947,644
d	Total (add lines 1a, b, and c).	1d	131,519,061
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	131,519,061
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,972,786
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	129,546,275
6	Minimum investment return. Enter 5% of line 5.	6	6,477,314

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	6,477,314
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	117,918
b	Income tax for 2019. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	117,918
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	6,359,396
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	6,359,396
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	6,359,396

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	5,525,508
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	5,525,508
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	5,525,508

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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				6,359,396
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only.			0	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2019:				
a From 2014. 424,797				
b From 2015.				
c From 2016.				
d From 2017.				
e From 2018.				
f Total of lines 3a through e.	424,797			
4 Qualifying distributions for 2019 from Part XII, line 4: ► \$ 5,525,508				
a Applied to 2018, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2019 distributable amount.				5,525,508
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2019. (If an amount appears in column (d), the same amount must be shown in column (a).)	424,797			424,797
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 2018. Subtract line 4a from line 2a. Taxable amount—see instructions.			0	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020.				409,091
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 2014 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9:				
a Excess from 2015.				
b Excess from 2016.				
c Excess from 2017.				
d Excess from 2018.				
e Excess from 2019.				

Part XIV

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, 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) 2019	(b) 2018	(c) 2017	(d) 2016	

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:					

[illegible]

(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(i)(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 e-mail address of the person to whom applications should be addressed:

J TODD GRAHAM
228 SOUTH SYCAMORE STREET
PETERSBURG, VA 23803
(804) 732-7900

b The form in which applications should be submitted and information and materials they should include:
SEE ORGANIZATIONS WEBSITE AT WWW.CAMFOUND.ORG

c. Any submission deadlines:

SEE ORGANIZATIONS WEBSITE AT WWW.GAMEFOUND.ORG

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

SEE ORGANIZATIONS WEBSITE AT WWW.CAMFOUND.ORG

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	2,812,092
b <i>Approved for future payment</i> See Additional Data Table				
Total			▶ 3b	80,782

Enter gross amounts unless otherwise indicated.

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

[illegible]

Part XVII

- | | | | | |
|---|--|----|--|----|
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees. | 1c | | No |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[illegible]

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

- | b If "Yes," complete the following schedule. | | |
|--|--------------------------|---------------------------------|
| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
| | | |
| | | |
| | | |
| | | |

**Sign
Here**

Title

(see instr.) ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN P00074568
	THOMAS A PURYEAR JR CPA CGMA				
	Firm's name ▶ MITCHELL WIGGINS & COMPANY LLP				Firm's EIN ▶ 54-0565834
	Firm's address ▶ 100 FLANK ROAD PETERSBURG, VA 238059152				Phone no. (804) 733-5566

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
TWENTY FIRST CENTURY FOX B	P	2018-01-01	2019-03-20
NOBLE ENERGY INC	P	2018-01-01	2019-02-19
UNITEDHEALTH GROUP INC	P	2018-01-01	2019-03-14
WABTEC CORP	P	2018-01-01	2019-04-18
ORACLE CORPORATION	P	2018-01-01	2019-04-09
ORACLE CORPORATION	P	2018-01-01	2019-04-09
WALT DISNEY CO THE	P	2018-01-01	2019-05-14
UNITEDHEALTH GROUP INC	P	2018-01-01	2019-05-21
ORACLE CORPORATION	P	2018-01-01	2019-07-01
ANADARKO PETROLEUM CORP	P	2018-01-01	2019-08-09

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
161,277		131,017	30,260
31,883		37,880	-5,997
11,420		1,988	9,432
44		43	1
12,114		7,096	5,018
1,557		915	642
31		26	5
45,756		8,084	37,672
47,800		26,051	21,749
29,500			29,500

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			30,260
			-5,997
			9,432
			1
			5,018
			642
			5
			37,672
			21,749
			29,500

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
FISERV INC	P	2018-01-01	2019-08-15
OCCIDENTAL PETROLEUM CORPORATION	P	2018-01-01	2019-09-03
OCCIDENTAL PETROLEUM CORPORATION	P	2018-01-01	2019-09-05
FOX CORP CLASS B	P	2018-01-01	2019-11-22
DISH NETWORK CORP CL A	P	2018-01-01	2019-11-12
VARIOUS-CORPORATE COST ADJUSTMENTS	P	2018-01-01	2019-12-31
BARCLAYS PLC A D R	P	2018-01-01	2019-05-06
BARCLAYS PLC A D R	P	2018-01-01	2019-10-04
FIRST EAGLE GLOBAL I	P	2018-01-01	2019-12-18
VANGUARD INSTL INDEX INSTL#94	P	2018-01-01	2019-03-27

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
56		38	18
30		32	-2
6,554		6,760	-206
50,305		58,392	-8,087
28,430		40,273	-11,843
27,395			27,395
6		8	-2
5		8	-3
320,140			320,140
53,182			53,182

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			18
			-2
			-206
			-8,087
			-11,843
			27,395
			-2
			-3
			320,140
			53,182

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
ARTISAN SMALL CAP FUND INS	P	2018-01-01	2019-11-21
PZENA EMERGING MARKETS VALUE FUND	P	2018-01-01	2019-12-11
VANGUARD INSTL INDEX INSTL#94	P	2018-01-01	2019-12-23
PZENA EMERGING MARKETS VALUE FUND	P	2018-01-01	2019-12-11
VANGUARD INSTL INDEX INSTL#94	P	2018-01-01	2019-12-23
METROPOLITAN WEST TOTAL RETURN	P	2018-01-01	2019-12-10
WESTERN ASSET CORE PLUS BOND IS	P	2018-01-01	2019-12-18
BLACKROCK STRATEGIC INCOME	P	2018-01-01	2019-12-23
METROPOLITAN WEST TOTAL RETURN	P	2018-01-01	2019-12-10
VOYA SECURITIZED CREDIT FUND CLASS I	P	2018-01-01	2019-12-16

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
389,532			389,532
24,672			24,672
137,462			137,462
59,943			59,943
3,563			3,563
20,230			20,230
28,414			28,414
3,528			3,528
43,528			43,528
1,843			1,843

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			389,532
			24,672
			137,462
			59,943
			3,563
			20,230
			28,414
			3,528
			43,528
			1,843

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
WESTERN ASSET CORE PLUS BOND IS	P	2018-01-01	2019-12-18
FIRST EAGLE GLOBAL I	P	2018-01-01	2019-08-01
LAZARD CL LIST INFRASTR INST	P	2018-01-01	2019-03-25
ARTISAN SMALL CAP FUND INS	P	2018-01-01	2019-07-24
MADISON SMALL CAP FUND CLASS Y	P	2018-01-01	2019-10-31
VANGUARD INSTL INDEX INSTL#94	P	2018-01-01	2019-11-26
GLOBAL UNCONSTRAINED BD FD CL IS	P	2018-01-01	2019-03-25
METROPOLITAN WEST TOTAL RETURN	P	2018-01-01	2019-11-26
WESTERN ASSET CORE PLUS BOND IS	P	2018-01-01	2019-11-26
VANGUARD REAL ESTATE INDEX ADM	P	2018-01-01	2019-02-01

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
64,854			64,854
500,000		509,990	-9,990
930,000		1,061,040	-131,040
500,000		340,463	159,537
4,364,982		5,135,735	-770,753
1,000,000		491,495	508,505
2,368,246		2,355,740	12,506
400,000		388,092	11,908
300,000		296,686	3,314
		4,009	-4,009

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			64,854
			-9,990
			-131,040
			159,537
			-770,753
			508,505
			12,506
			11,908
			3,314
			-4,009

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
VANGUARD REAL ESTATE INDEX ADM	P	2018-01-01	2019-02-01
VANGUARD REAL ESTATE INDEX ADM	P	2018-01-01	2019-02-01
VANGUARD REAL ESTATE INDEX ADM	P	2018-01-01	2019-02-01
BLACKROCK STRATEGIC INCOME	P	2018-01-01	2019-04-01
DAVIDSON KEMPNER LT DIST OPP INTL II	P	2018-01-01	2019-12-31
METROPOLITAN RE PTNRS VII LP	P	2018-01-01	2019-12-31
SANDERSON INTL VALUE FUND	P	2018-01-01	2019-03-07
SINGULER GUFF DIS OPP IV LP	P	2018-01-01	2019-12-31
TIFF PARTNERS V US	P	2018-01-01	2019-12-31
TIFF PRIVATE EQUITY PARTNERS 2008	P	2018-01-01	2019-12-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
		4,192	-4,192
		6,611	-6,611
		5,565	-5,565
		50	-50
312,752		163,666	149,086
53,367		10,405	42,962
4,558,222		3,060,337	1,497,885
98,338		37,550	60,788
21,299		22,109	-810
926,360		125,533	800,827

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			-4,192
			-6,611
			-5,565
			-50
			149,086
			42,962
			1,497,885
			60,788
			-810
			800,827

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
VARDE INVESTMENT PARTNERS OFF LP	P	2018-01-01	2019-12-31
WCM FOCUSED INTL GROWTH FD LP	P	2018-01-01	2019-12-31
WELLINGTON CTF GLOBAL SEL CAPAP	P	2018-01-01	2019-03-01
WELLINGTON CTF GLOBAL SEL CAPAP	P	2018-01-01	2019-06-01
WELLINGTON CTF GLOBAL SEL CAPAP	P	2018-01-01	2019-09-01
WELLINGTON CTF GLOBAL SEL CAPAP	P	2018-01-01	2019-10-01
WELLINGTON CTF GLOBAL SEL CAPAP	P	2018-01-01	2019-12-01

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
145,600		97,766	47,834
1,220,000		1,368,532	-148,532
17,092		19,952	-2,860
19,406		22,653	-3,247
21,557		25,164	-3,607
500,000		455,940	44,060
21,673		25,300	-3,627

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (l) over col. (j), if any	
			47,834
			-148,532
			-2,860
			-3,247
			-3,607
			44,060
			-3,627

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
J TODD GRAHAM	PRESIDENT 40.00	319,660	43,174	0
228 SOUTH SYCAMORE STREET PETERSBURG, VA 23803				
PAMELA M COMSTOCK	CHAIR 2.00	0	0	0
228 SOUTH SYCAMORE STREET PETERSBURG, VA 23803				
J TOLLEISON MORRISS VI	VICE CHAIR 2.00	0	0	0
228 SOUTH SYCAMORE STREET PETERSBURG, VA 23803				
DONALD L HARAWAY	TREASURER 2.00	0	0	0
228 SOUTH SYCAMORE STREET PETERSBURG, VA 23803				
CHEQUILA H FIELDS	SECRETARY 2.00	0	0	0
228 SOUTH SYCAMORE STREET PETERSBURG, VA 23803				
ALICE S MARTIN	DIRECTOR 2.00	0	0	0
228 SOUTH SYCAMORE STREET PETERSBURG, VA 23803				
SHIKEE H FRANKLIN	DIRECTOR 2.00	0	0	0
228 SOUTH SYCAMORE STREET PETERSBURG, VA 23803				
MARK H STEVENS	DIRECTOR 2.00	0	0	0
228 SOUTH SYCAMORE STREET PETERSBURG, VA 23803				
VANDY V JONES III	DIRECTOR 2.00	0	0	0
228 SOUTH SYCAMORE STREET PETERSBURG, VA 23803				
JEFFREY W GEISZ	DIRECTOR 2.00	0	0	0
228 SOUTH SYCAMORE STREET PETERSBURG, VA 23803				

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>				
AL-A-MO RECOVERY CENTER INC 35 S MARKET ST PETERSBURG, VA 23803	NONE	PUBLIC CHARITY	HEALTH:OPERATING SUPPORT	25,000
AMERICAN RED CROSS - SOUTHSIDE AREA CHAP 22 WEST WASHINGTON ST PETERSBURG, VA 23803	NONE	PUBLIC CHARITY	HUMAN SERVICES:PROGRAM SUPPORT	22,500
ART ON WHEELS 3186 WEST LEIGH STREET SUITE B RICHMOND, VA 23230	NONE	PUBLIC CHARITY	CULTURAL ENRICHMENT:PROGRAM SUPPORT	14,000
Total ▶ 3a				2,812,092

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>				
BATTERSEA FOUNDATION PO BOX 101 PETERSBURG, VA 23804	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	500
BOY SCOUTS OF AMERICA PO BOX 6809 RICHMOND, VA 23230	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	4,100
BOYS & GIRLS CLUB OF METRO RICHMOND 5511 STAPLES MILL ROAD SUITE 301 RICHMOND, VA 23228	NONE	PUBLIC CHARITY	HUMAN SERVICES:OPERATING SUPPORT	58,000
Total ▶ 3a				2,812,092

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>				
BOYS & GIRLS CLUB OF METRO RICHMOND 5511 STAPLES MILL ROAD SUITE 301 RICHMOND, VA 23228	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	2,000
BOYS HOME OF VIRGINIA 414 BOYS HOME ROAD COVINGTON, VA 24426	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	500
C A R E S INC 120 E WASHINGTON STREET PETERSBURG, VA 23803	NONE	PUBLIC CHARITY	HUMAN SERVICES:OPERATING SUPPORT	49,350
Total ► 3a				2,812,092

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>				
CAPITAL REGION LAND CONSERVANCY MR PARKER C AGELASTO P O BOX 17306 RICHMOND, VA 23226	NONE	PUBLIC CHARITY	CULTURAL ENRICHMENT:PROGRAM SUPPORT	15,000
CENTRAL VIRGINIA HEALTH SERVICES P O BOX 220 NEW CANTON, VA 23123	NONE	PUBLIC CHARITY	HEALTH:PROGRAM SUPPORT	224,532
CHESTERFIELD CASA INC 9457 AMBERDALE DRIVE RICHMOND, VA 23236	NONE	PUBLIC CHARITY	HUMAN SERVICES:PROGRAM SUPPORT	18,000
Total ► 3a				2,812,092

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>				
CHESTRFLD-CH ALLIANCE FOR SOCIAL MINISTRY PO BOX 1741 CHESTERFIELD, VA 23832	NONE	PUBLIC CHARITY	HUMAN SERVICES:OPERATING SUPPORT	22,500
CHESTRFLD-CH ALLIANCE FOR SOCIAL MINISTRY PO BOX 1741 CHESTERFIELD, VA 23832	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	500
CHILDREN'S HOME SOCIETY OF VIRGINIA 4299 FITZHUGH AVE RICHMOND, VA 23230	NONE	PUBLIC CHARITY	HUMAN SERVICES: PROGRAM SUPPORT	12,500
Total ▶ 3a				2,812,092

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>				
CHILDSAVERSMEMORIAL CHILD GUIDANCE 200 N 22ND STREET RICHMOND, VA 23223	NONE	PUBLIC CHARITY	EDUCATION:PROGRAM SUPPORT	25,000
CITY OF PETERSBURG DEPT OF PLANNING 135 N UNION STREET PETERSBURG, VA 23803	NONE	DOMESTIC GOVERNMENT	HISTORIC PRESERVATION & CNSRVTN:CAPITAL	34,540
COLONIAL HEIGHTS FOOD PANTRY INC 530 SOUTHPARK BOULEVARD COLONIAL HEIGHTS, VA 23834	NONE	PUBLIC CHARITY	HUMAN SERVICES:OPERATING SUPPORT	52,000
Total ▶ 3a				2,812,092

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>				
COLONIAL HEIGHTS VOLUNTEER FIRE & EMS 100 B HIGHLAND AVE COLONIAL HEIGHTS, VA 23834	NONE	PUBLIC CHARITY	HEALTH: OPERATING SUPPORT	16,000
COLONIAL HEIGHTS VOLUNTEER FIRE & EMS 100 B HIGHLAND AVE COLONIAL HEIGHTS, VA 23834	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	500
COMFORT CANCER FOUNDATION PO BOX 1828 PAWLEYS ISLAND, SC 29585	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	668
Total ▶ 3a				2,812,092

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>				
COMMUNITIES IN SCHOOLS OF PETERSBURG 255 S BOULEVARD EAST 134 PETERSBURG, VA 23805	NONE	PUBLIC CHARITY	EDUCATION:OPERATING SUPPORT	70,250
COMMUNITIES IN SCHOOLS OF PETERSBURG 255 S BOULEVARD EAST 134 PETERSBURG, VA 23805	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	700
COMMUNITY COALITION OF SUSSEX VIRGINIA MR ROBERT HAMLIN P O BOX 502 STONY CREEK, VA 23882	NONE	PUBLIC CHARITY	HUMAN SERVICES: PROGRAM SUPPORT	4,000
Total ► 3a				2,812,092

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>				
CRATER COMMUNITY HOSPICE 3916 S CRATER ROAD PETERSBURG, VA 23805	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	1,650
CULTUREWORKS 1906-A NORTH HAMILTON ST RICHMOND, VA 23230	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	1,000
CULTUREWORKS 1906-A NORTH HAMILTON ST RICHMOND, VA 23230	NONE	PUBLIC CHARITY	CULTURAL ENRICHMENT:PROGRAM SUPPORT	7,500
Total ▶ 3a				2,812,092

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>				
DEPT OF RECREATION PARKS & TOURISM CITY OF COLONIAL HEIGHTS 901 MERIDIAN AVE COLONIAL HEIGHTS, VA 23834	NONE	DOMESTIC GOVERNMENT	HISTORIC PRESERVATION & CNSRVTN: PROGRAM SUPPORT	43,715
DISTRICT 19 COMMUNITY SERVICES BOARD 20 W BANK STREET SUITE 5 PETERSBURG, VA 23803	NONE	DOMESTIC GOVERNMENT	HUMAN SERVICES: PROGRAM SUPPORT	22,500
DOWNTOWN CHURCHES UNITED INC 827 COMMERCE ST PETERSBURG, VA 23803	NONE	PUBLIC CHARITY	HUMAN SERVICES: OPERATING SUPPORT	37,025
Total ▶ 3a				2,812,092

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>				
DOWNTOWN CHURCHES UNITED INC 827 COMMERCE ST PETERSBURG, VA 23803	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	2,000
ENON VOLUNTEER FIRE DEPT 1920 E HUNDRED RD CHESTER, VA 23836	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	500
FAMILY LIFELINE2325 W BROAD ST RICHMOND, VA 23220	NONE	PUBLIC CHARITY	HUMAN SERVICES:PROGRAM SUPPORT	35,000
Total ▶ 3a				2,812,092

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>				
FEEDMORE INC 1415 RHOADMILLER STREET RICHMOND, VA 23220	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	500
FIRST BAPTIST CHURCH HARRISON STREET 236 HARRISON STREET PETERSBURG, VA 23803	NONE	PUBLIC CHARITY	HISTOIC PRESERVATION & CNSRVTN: SACRED LANDMARKS	26,945
FLITE FOUNDATION 32 W WASHINGTON ST PETERSBURG, VA 23803	NONE	PUBLIC CHARITY	HUMAN SERVICES:OPERATING SUPPORT	35,100
Total ▶ 3a				2,812,092

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>				
FRIENDS OF THE HISTORIC FARMERS BANK PO BOX 3751 PETERSBURG, VA 23805	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	1,000
FRIENDS OF THE LOWER APPOMATTOX RIVER PO BOX 1808 PETERSBURG, VA 23805	NONE	PUBLIC CHARITY	COMMUNITY & ECONOMIC DEVELOPMNT:PROGRAM SUPPORT	50,000
FRIENDS OF THE LOWER APPOMATTOX RIVER PO BOX 1808 PETERSBURG, VA 23805	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	2,600
Total ▶ 3a				2,812,092

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>				
GARDEN CLUB OF VIRGINIA THE 12 EAST FRANKLIN ST RICHMOND, VA 23219	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	600
GATEWAY HOMES INC 4901 LIBBIE MILL EAST BOULEVARD SUITE 210 RICHMOND, VA 23230	NONE	PUBLIC CHARITY	HEALTH:PROGRAM SUPPORT	40,500
GOODWILL OF CENTRAL VIRGINIA 6301 MIDLOTHIAN TURNPIKE RICHMOND, VA 23225	NONE	PUBLIC CHARITY	EDUCATION:PROGRAM SUPPORT	50,000
Total ▶ 3a				2,812,092

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>				
GREAT ASPIRATIONS SCHOLARSHIP PROGRAM 4551 COX RD STE 115 GLEN ALLEN, VA 23060	NONE	PUBLIC CHARITY	EDUCATION:PROGRAM SUPPORT	15,000
GREATER RICHMOND FIT4KIDS P O BOX 1092 RICHMOND, VA 23218	NONE	PUBLIC CHARITY	HEALTH:PROGRAM SUPPORT	40,500
GREATER RICHMOND SCAN 103 E GRACE ST RICHMOND, VA 23219	NONE	PUBLIC CHARITY	HUMAN SERVICES:PROGRAM SUPPORT	15,000
Total ► 3a				2,812,092

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>				
HISTORIC HOPEWELL FOUNDATION INC 400 WESTON LANE HOPEWELL, VA 23860	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	1,500
HISTORIC PETERSBURG FOUNDATION INC PO BOX 691 PETERSBURG, VA 23804	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	500
HOPEWELL DOWNTOWN PARTNERSHIP 205 1/2 E BROADWAY AVENUE HOPEWELL, VA 23860	NONE	PUBLIC CHARITY	UNRESTRICTED:PROGRAM SERVICES	30,000
Total ▶ 3a				2,812,092

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>				
HOPEWELL FOOD PANTRY P O BOX 1532 HOPEWELL, VA 23860	NONE	PUBLIC CHARITY	HUMAN SERVICES: OPERATING SUPPORT	35,000
HUMANKIND 800 W GRAHAM ROAD RICHMOND, VA 23222	NONE	PUBLIC CHARITY	COMMUNITY & ECONOMIC DEVELOPMNT: PROGRAM SUPPORT	10,000
INTERFAITH ADULT DAY CARE INC PO BOX 3272 PETERSBURG, VA 23805	NONE	PUBLIC CHARITY	HEALTH: OPERATING SUPPORT	20,000
Total ▶ 3a				2,812,092

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>				
INTERFAITH ADULT DAY CARE INC PO BOX 3272 PETERSBURG, VA 23805	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	500
JACKSON FEILD HOMES 546 WALNUT GROVE DRIVE JARRATT, VA 23867	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	500
JAMES HOUSE THE 6610 COMMONS DRIVE SUITE C PRINCE GEORGE, VA 23875	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	400
Total ▶ 3a				2,812,092

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>				
JESSICA ANN MOORE FOUNDATION 408 SCHOOL STREET WAVERLY, VA 23842	NONE	PUBLIC CHARITY	EDUCATION:OPERATING SUPPORT	8,680
JOHN TYLER COMMUNITY COLLEGE FOUNDATION 800 CHARTER COLONY PARKWAY MIDLOTHIAN, VA 23114	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	2,000
JOHN TYLER COMMUNITY COLLEGE FOUNDATION 800 CHARTER COLONY PARKWAY MIDLOTHIAN, VA 23114	NONE	PUBLIC CHARITY	COMMUNITY & ECONOMIC DEVELOPMNT:PROGRAM SUPPORT	125,000
Total ▶ 3a				2,812,092

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>				
LAMB CENTER FOR ARTS AND HEALING 624 N BACONS CHASE NORTH PRINCE GEORGE, VA 23860	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	500
LEGAL AID JUSTICE CENTER 123 EAST BROAD STREET RICHMOND, VA 23219	NONE	PUBLIC CHARITY	CULTURAL ENRICHMENT:PROGRAM SUPPORT	10,000
LOCAL INITIATIVES SUPPORT CORPORATION 413 STUART CIRCLE SUITE 300 RICHMOND, VA 23220	NONE	PUBLIC CHARITY	HUMAN SERVICES:OPERATING SUPPORT	80,000
Total ► 3a				2,812,092

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>				
LOCAL INITIATIVES SUPPORT CORPORATION 413 STUART CIRCLE SUITE 300 RICHMOND, VA 23220	NONE	PUBLIC CHARITY	COMMUNITY & ECONOMIC DEVELOPMNT:PROGRAM SUPPORT	95,000
LUCY CORR FOUNDATION 6800 LUCY CORR BOULEVARD CHESTERFIELD, VA 23832	NONE	PUBLIC CHARITY	HEALTH:PROGRAM SUPPORT	10,000
MEADOWVIEW BIOLOGICAL RESEARCH STATION 8390 FREDERICKSBURG TNPK WOODFORD, VA 22580	NONE	PUBLIC CHARITY	HISTORIC PRESERVATION & CNSRVTN:PROGRAM SUPPORT	20,000
Total ▶ 3a				2,812,092

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>				
MERCHANTS HOPE CHURCH FOUNDATION 11500 MERCHANTS HOPE ROAD NORTH PRINCE GEORGE, VA 23860	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	500
MERCHANTS HOPE EPISCOPAL CHURCH 11500 MERCHANTS HOPE ROAD NORTH PRINCE GEORGE, VA 23860	NONE	PUBLIC CHARITY	HISTORIC PRESERVATION & CNSRVTN:SACRED LANDMARKS	11,000
METROPOLITAN RICHMOND SPORTS BACKERS 100 AVENUE OF CHAMPIONS 300 RICHMOND, VA 23230	NONE	PUBLIC CHARITY	HEALTH:PROGRAM SUPPORT	12,700
Total ▶ 3a				2,812,092

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>				
PATHWAYS 1200 WEST WASHINGTON ST PETERSBURG, VA 23803	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	500
PETERSBURG AREA ART LEAGUE 7 EAST OLD STREET PETERSBURG, VA 23803	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	1,500
PETERSBURG AREA ART LEAGUE 7 EAST OLD STREET PETERSBURG, VA 23803	NONE	PUBLIC CHARITY	CULTURAL ENRICHMENT:PROGRAM SUPPORT	15,000
Total ▶ 3a				2,812,092

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>				
PETERSBURG FAMILY YMCA 120 N MADISON STREET PETERSBURG, VA 23803	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	200
PETERSBURG HEALTH DEPARTMENT 301 HALIFAX STREET PETERSBURG, VA 23803	NONE	DOMESTIC GOVERNMENT	HEALTH:PROGRAM SUPPORT	62,500
PETERSBURG LIBRARY FOUNDATION INC PO BOX 3435 PETERSBURG, VA 23805	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	1,000
Total ▶ 3a				2,812,092

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>				
PETERSBURG PRESERVATION TASK FORCE PO BOX 2093 PETERSBURG, VA 23804	NONE	PUBLIC CHARITY	COMMUNITY & ECONOMIC DEVELOPMNT:OPERATING SUPPORT	36,000
PETERSBURG PRESERVATION TASK FORCE PO BOX 2093 PETERSBURG, VA 23804	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	6,000
PETERSBURG PUBLIC LIBRARY FOUNDATION 201 WEST WASHINGTON STREET PETERSBURG, VA 23803	NONE	PUBLIC CHARITY	EDUCATION:PROGRAM SUPPORT	42,000
Total ▶ 3a				2,812,092

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>				
PRETTY PURPOSED421 BYRNE ST PETERSBURG, VA 23803	NONE	PUBLIC CHARITY	HUMAN SERVICES:PROGRAM SUPPORT	9,660
PRETTY PURPOSED421 BYRNE ST PETERSBURG, VA 23803	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	525
PRINCE GEORGE REGIONAL HERITAGE CENTER 6404 COURTHOUSE ROAD PRINCE GEORGE, VA 23875	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	500
Total ▶ 3a				2,812,092

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>				
PROJECT HOMES 88 CARNATION STREET RICHMOND, VA 23225	NONE	PUBLIC CHARITY	HISTORIC PRESERVATION & CNSRVTN:PROGRAM SUPPORT	200,000
RAWLS MUSEUM ARTS 22376 LINDEN STREET COURTLAND, VA 23837	NONE	PUBLIC CHARITY	CULTURAL ENRICHMENT:PROGRAM SUPPORT	10,000
REACH OUT FOR LIFE NORAH H LIND PO BOX 95 MANAKINSABOT, VA 23103	NONE	PUBLIC CHARITY	HEALTH: PROGRAM SUPPORT	27,000
Total ▶ 3a				2,812,092

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>				
REBUILDING TOGETHER OF RICHMOND 406 W FRANKLIN STREET SUITE B RICHMOND, VA 23220	NONE	PUBLIC CHARITY	HISTORIC PRESERVATION & CNSRVTN:PROGRAM SUPPORT	45,000
RICHARD BLAND COLLEGE FOUNDATION 11301 JOHNSON RD SOUTH PRINCE GEORGE, VA 23805	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	3,500
SERENITY INCPO BOX 131 PETERSBURG, VA 23804	NONE	PUBLIC CHARITY	HEALTH:OPERATING SUPPORT	50,000
Total ▶ 3a				2,812,092

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>				
SISTERS NETWORK CENTRAL VIRGINIA INC 12624 GRENDON DRIVE MIDLOTHIAN, VA 23213	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	6,000
SMART BEGINNINGS SOUTHEAST 209 E CAWSON ST HOPEWELL, VA 23860	NONE	PUBLIC CHARITY	EDUCATION: PROGRAM SUPPORT	49,550
SOUTHEASTERN COUNCIL OF FOUNDATIONS 100 PEACHTREE STREET NW SUITE 2080 ATLANTA, GA 30303	NONE	PUBLIC CHARITY	UNRESTRICTED:PROGRAM SERVICES	9,370
Total ▶ 3a				2,812,092

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>				
SOUTHSIDE TRANSFORMATION OPPORTUNITES PO BOX 1649 HOPEWELL, VA 23860	NONE	PUBLIC CHARITY	HUMAN SERVICES:PROGRAM SUPPORT	25,600
SOUTHSIDE VIRGINIA EMERGENCY CREW INC PO BOX 574 PETERSBURG, VA 23804	NONE	PUBLIC CHARITY	HEALTH:OPERATING SUPPORT	123,071
SOUTHSIDE VIRGINIA EMERGENCY CREW INC PO BOX 574 PETERSBURG, VA 23804	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	2,000
Total ▶ 3a				2,812,092

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>				
ST JOSEPH'S VILLA8000 BROOK RD RICHMOND, VA 23227	NONE	PUBLIC CHARITY	HUMAN SERVICES:PROGRAM SUPPORT	58,500
ST JOSEPH'S VILLA8000 BROOK RD RICHMOND, VA 23227	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	1,000
ST STEPHEN'S EPISCOPAL CHURCH 110 NORTH UNION ST PETERSBURG, VA 23803	NONE	PUBLIC CHARITY	HISTORIC PRESERVATION & CNSRVTN:SACRED LANDMARKS	25,000
Total ▶ 3a				2,812,092

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>				
STEAMBOAT ERA MUSEUM 228 HALIFAX STREET PETERSBURG, VA 23803	NONE	PUBLIC CHARITY	HISTORIC PRESERVATION & CNSRVTN:SACRED LANDMARKS	200
SWIFT CREEK MILL THEATRE INC PO BOX 41 COLONIAL HEIGHTS, VA 23834	NONE	PUBLIC CHARITY	EDUCATION:PROGRAM SUPPORT	25,000
SWIFT CREEK MILL THEATRE INC PO BOX 41 COLONIAL HEIGHTS, VA 23834	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	7,750
Total ▶ 3a				2,812,092

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 LITERACY LAB 2920 WEST BROAD STREET STE 111 RICHMOND, VA 22230	NONE	PUBLIC CHARITY	EDUCATION:PROGRAM SUPPORT	22,500
THE LITERACY LAB 2920 WEST BROAD STREET STE 111 RICHMOND, VA 22230	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	500
THE SOUTHSIDE HIGH SCHOOL ALUMNI ASSOCIAT 16026 FLATFOOT RD DINWIDDIE, VA 23841	NONE	PUBLIC CHARITY	HISTORIC PRESERVATION & CNSRVTN:PROGRAM SUPPORT	4,000
Total ▶ 3a				2,812,092

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>				
VCU SCHOOL OF EDUCATION 3600 WEST BROAD STREET SUITE 300 RICHMOND, VA 22230	NONE	PUBLIC CHARITY	EDUCATION:PROGRAM SUPPORT	3,820
VIRGINIA DENTAL ASSOCIATION FOUNDATION 3460 MAYLAND COURT STE 110 RICHMOND, VA 23233	NONE	SO I	HEALTH:PROGRAM SUPPORT	13,000
VIRGINIA TECH FOUNDATION 902 PRICES FORK ROAD BLACKSBURG, VA 24061	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	1,000
Total ▶ 3a				2,812,092

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>				
VIRGINIA'S GATEWAY REGION 256 E ELLERSLIE AVENUE STE D COLONIAL HEIGHTS, VA 23834	NONE	PUBLIC CHARITY	COMMUNITY & ECONOMIC DEVELOPMNT:PROGRAM SUPPORT	200,591
VIRGINIA'S GATEWAY REGION 256 E ELLERSLIE AVENUE STE D COLONIAL HEIGHTS, VA 23834	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	2,000
XZONE6851 COURTHOUSE RD CHESTERFIELD, VA 23832	NONE	PUBLIC CHARITY	UNRESTRICTED:MATCHING GIFT PROGRAM	700
Total ▶ 3a				2,812,092

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>				
YMCA OF GREATER RICHMOND 2 WEST FRANKLIN RICHMOND, VA 23220	NONE	PUBLIC CHARITY	HUMAN SERVICES:CAPITAL	145,000
Total  3a				2,812,092

TY 2019 Accounting Fees Schedule**Name:** THE CAMERON FOUNDATION**EIN:** 20-0097152

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	102,750	35,350	0	61,085

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2019 Expenditure Responsibility Statement

Name: THE CAMERON FOUNDATION

EIN: 20-0097152

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
VIRGINIA DENTAL HEALTH FOUNDATION	3460 MAYLAND COURTE SUITE 1 RICHMOND, VA 23233	2019-10-01	13,000	OPERATING SUPPORT		NONE	MARCH 2020		TO THE KNOWLEDGE OF THE CAMERON FOUNDATION, GRANTEE HAS NOT DIVERTED ANY PORTION OF THE GRANT FUNDS FROM THE PURPOSE OF THE GRANT. THE CAMERON FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF GRANTEE'S REPORTS.

TY 2019 Investments Corporate Stock Schedule**Name:** THE CAMERON FOUNDATION**EIN:** 20-0097152**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DODGE & COX	4,788,744	4,788,744
VANGUARD INST INDEX	20,810,876	20,810,876
EAGLE CAPITAL	4,615,924	4,615,924
VANGUARD REIT INDEX	3,816,556	3,816,556
ARTISAN	5,488,743	5,488,743
HARDING LOEVNER	4,434,942	4,434,942
METROPOLITAN WEST	7,142,714	7,142,714
WESTERN ASSET CORE	7,221,378	7,221,378
LAZARD CL	3,772,485	3,772,485
VIRGINIA COMM CAPITAL CD	250,000	250,000
FIRST AM GOVT	1,660,226	1,660,226
FIRST AM GOVT	533,601	533,601
BLACKROCK STRATEGIC	2,395,073	2,395,073
FIRST EAGLE GLOBAL	8,061,276	8,061,276
PZENA EMERGING MARKETS	3,747,518	3,747,518
VOYA	2,470,193	2,470,193
CASH	227,896	227,896

TY 2019 Investments - Other Schedule

Name: THE CAMERON FOUNDATION
EIN: 20-0097152

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
TIFF PARTNERS V US FUND	FMV	159,354	159,354
TIFF PR EQTY PTNRS	FMV	1,069,905	1,069,905
SINGULAR GUFF DISTRESSED OPPT FUND IV, LP	FMV	578,755	578,755
METROPOLITAN REAL ESTATE PARTNERS	FMV	150,972	150,972
FORESTER CAPITAL FUND	FMV	4,792,313	4,792,313
DENHAM CAPITAL FUND	FMV	593,561	593,561
FLAG GLOBAL	FMV	1,792,160	1,792,160
PARK STREET	FMV	310,463	310,463
DAVIDSON KEMPNER	FMV	708,982	708,982
ANCHORAGE	FMV	1,719,699	1,719,699
DAVIDSON KEMPNER INSTITUTIONAL	FMV	1,979,421	1,979,421
GREENSPRING	FMV	3,518,281	3,518,281
VARDE INVESTMENT OFFSHORE	FMV	562,865	562,865
OCH ZIFF REAL ESTATE FUND	FMV	787,532	787,532
LAKEWOOD	FMV	1,831,745	1,831,745
RCP FUND IX	FMV	1,923,323	1,923,323
DAVIDSON KEMPNER LTD	FMV	879,154	879,154
ROBECO	FMV	1,581,484	1,581,484
VIRGINIA COMM CAP LION NOTE	FMV	750,000	750,000
WCM FOCUSED INTERNATIONAL	FMV	5,695,302	5,695,302
STRATEGIC INVESTORS	FMV	308,167	308,167
WELLINGTON GLOBAL	FMV	9,464,288	9,464,288
TSSP CAPITAL	FMV	331,486	331,486
AG REALTY	FMV	495,810	495,810
HARVEST PARTNERS	FMV	187,491	187,491
ORIGAMI	FMV	155,159	155,159
VISTA EQUITY	FMV	472,513	472,513
WELLINGTON SMALL	FMV	4,349,674	4,349,674
CCHC REAL ESTATE PARTNERSHIP	FMV	103,574	103,574

TY 2019 Legal Fees Schedule**Name:** THE CAMERON FOUNDATION**EIN:** 20-0097152

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL	60,147	12,029	0	48,118

TY 2019 Other Assets Schedule**Name:** THE CAMERON FOUNDATION**EIN:** 20-0097152**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INTEREST RECEIVABLE	16,360	25,085	25,085
NET INVESTMENTS IN SALES TYPE LEASES	7,370,637	7,513,355	7,513,355
INVESTMENT RECEIVABLE	1,622,400	33,824	33,824

TY 2019 Other Decreases Schedule

Name: THE CAMERON FOUNDATION
EIN: 20-0097152

Description	Amount
ADJUSTMENT TO BEGINNING NET ASSETS	116,209

TY 2019 Other Expenses Schedule**Name:** THE CAMERON FOUNDATION**EIN:** 20-0097152**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DUES AND SUBSCRIPTIONS	2,110	83	0	2,296
INSURANCE	14,773	981	0	18,050
OTHER EXPENSES	9,190	153	0	9,037
TELECOMMUNICATIONS	22,490	1,494	0	19,790
PROGRAM SERVICES	313,654	0	0	327,321
SUPPLIES	27,720	2,810	0	28,313

TY 2019 Other Income Schedule

Name: THE CAMERON FOUNDATION

EIN: 20-0097152

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
TIFF PARTNERS V-US K-1	0	-8,508	
TIFF PRIVATE EQUITY PARTNERS K-1	0	-28,361	
METROPOLITAN RE PARTNERS K-1	0	-4,807	
SIGULER GUFF DISTRESSED OPPORTUNITIES FUND K-1	0	6,742	
THE SANDERSON INTERNATIONAL VALUE FUND K-1	0	-271	
THE DENHAM COMMODITY PARTNERS FUND K-1	0	28,671	
ABERDEEN GLOBAL PARTNERS K-1	0	-35,120	
PARK STREET CAPITAL NATURAL	0	-9,469	
DAVIDSON KEMPER LTD III K-1	0	-4,999	
DAVIDSON KEMPER INSTITUTIONAL K-1	0	-31,090	
GREENSPRING GLOBAL K-1	0	-39,475	
SCULPTOR REAL ESTATE PARALLEL FUND III B, L.P. K-1	0	4,070	
RCP FUND IX, LP K-1	0	27,123	
BP TRANSTREND DIVERSIFIED K-1	0	-39,897	
WCM FOCUSED INTL K-1	0	-30,727	
WELLINGTON TRUST COMPANY K-1	0	-2,432	
AG REALTY VALUE FUND X LP K-1	0	-51,575	
TSSP CAPITAL SOLUTIONS LP K-1	0	-12,613	
TSSP CAPITAL SOLUTIONS AIV LP K-1	0	10,743	
WELLINGTON TRUST COMPANY SMALL CAP VALUE PORTFOLIO K-1	0	-1,366	

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CCHC IRONBRIDGE REALTY LLC K-1	0	5,629	
VISTA EQUITY	0	-32,147	
GAIN ON DISPOSAL OF P&E	200		200
OTHER INCOME	20,430		20,430

TY 2019 Other Increases Schedule

Name: THE CAMERON FOUNDATION
EIN: 20-0097152

Description	Amount
UNREALIZED LOSS ON INVESTMENTS	16,511,194

TY 2019 Other Liabilities Schedule**Name:** THE CAMERON FOUNDATION**EIN:** 20-0097152

Description	Beginning of Year - Book Value	End of Year - Book Value
DEFERRED EXCISE TAXES	65,426	339,629
EXCISE TAXES PAYABLE	0	148

TY 2019 Other Professional Fees Schedule**Name:** THE CAMERON FOUNDATION**EIN:** 20-0097152

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	353,130	352,857	0	348,747
OTHER	13,855	1,046	0	15,597

TY 2019 Taxes Schedule**Name:** THE CAMERON FOUNDATION**EIN:** 20-0097152

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	392,121	0	0	392,121