

EXTENDED TO NOVEMBER 16, 2020

Form **990-PF**Department of the Treasury
Internal Revenue Service**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 1545-0047

2019

Open to Public Inspection

For calendar year 2019 or tax year beginning

, and ending

Name of foundation **WILLIAMSBURG COMMUNITY HEALTH FOUNDATION** Internal Revenue Service
Received US Bank - USB

Number and street (or P O box number if mail is not delivered to street address) **4801 COURTHOUSE STREET, NO 200** Room/suite **334**

City or town, state or province, country, and ZIP or foreign postal code **WILLIAMSBURG, VA 23188**

G Check all that apply: ☐ Initial return ☐ Initial return of a new 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 16) **\$ 128,482,463.**

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

(Part I, column (d), must be on cash basis.)

A Employer identification number **54-1822359**

B Telephone number **757-345-0912**

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 ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		121,843.	121,843.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		6,417,243.			
b Gross sales price for all assets on line 6a 25,394,859.					
7 Capital gain net income (from Part IV, line 2)			6,424,167.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		912,783.	1,034,372.		STATEMENT 1
12 Total. Add lines 1 through 11		7,451,869.	7,580,382.		
13 Compensation of officers, directors, trustees, etc.		174,231.	0.		174,231.
14 Other employee salaries and wages		648,320.	0.		648,320.
15 Pension plans, employee benefits		200,686.	0.		200,686.
16a Legal fees					
b Accounting fees STMT 2		32,339.	0.		32,339.
c Other professional fees STMT 3		296,461.	285,370.		11,091.
17 Interest					
18 Taxes STMT 4		88,643.	0.		0.
19 Depreciation and depletion		5,815.	0.		
20 Occupancy		137,557.	13,756.		123,801.
21 Travel, conferences, and meetings		66,568.	0.		66,568.
22 Printing and publications		9,927.	0.		9,927.
23 Other expenses STMT 5		1,799,086.	1,412,150.		383,463.
24 Total operating and administrative expenses. Add lines 13 through 23		3,459,633.	1,711,276.		1,650,426.
25 Contributions, gifts, grants paid		4,704,010.			4,770,278.
26 Total expenses and disbursements. Add lines 24 and 25		8,163,643.	1,711,276.		6,420,704.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-711,774.			
b Net investment income (if negative, enter -0-)			5,869,106.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Batching Ogden
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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	343,603.	395,975.	395,975.
	2 Savings and temporary cash investments	3,976,108.	4,001,444.	4,001,444.
	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			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	58,082.	56,259.	56,259.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	112,175,630.	111,773,996.	111,773,996.
	14 Land, buildings, and equipment: basis ▶ 110,346.			
	Less accumulated depreciation STMT 8 ▶ 100,428.	9,523.	9,918.	9,918.
	15 Other assets (describe ▶ ADVANCED CAPITAL CO)	0.	12,244,871.	12,244,871.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	116,562,946.	128,482,463.	128,482,463.
	17 Accounts payable and accrued expenses	115,057.	163,286.	
	18 Grants payable	250,834.	385,602.	
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ DEFERRED FEDERAL E)	217,657.	181,418.	
	23 Total liabilities (add lines 17 through 22)	583,548.	730,306.	
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	115,979,398.	127,752,157.	
	25 Net assets with donor restrictions			
	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			
Net Assets or Fund Balances	29 Total net assets or fund balances	115,979,398.	127,752,157.	
	30 Total liabilities and net assets/fund balances	116,562,946.	128,482,463.	

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	115,979,398.
2 Enter amount from Part I, line 27a	2	-711,774.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	12,484,533.
4 Add lines 1, 2, and 3	4	127,752,157.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	127,752,157.

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.)
1a PUBLICLY-TRADED SECURITIES		P		
b PASSTHROUGH K-1 CAPITAL GAIN		P		
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 21,673,309.		18,970,692.	2,702,617.	
b 3,721,550.			3,721,550.	
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			2,702,617.	
b			3,721,550.	
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 6,424,167.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		{ If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3 N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2018	5,944,442.	121,338,369.	.048991
2017	5,684,797.	118,613,649.	.047927
2016	5,875,323.	114,916,294.	.051127
2015	6,169,988.	120,813,645.	.051070
2014	5,536,213.	124,885,135.	.044330
2 Total of line 1, column (d)			2 .243445
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 .048689
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5			4 120,976,646.
5 Multiply line 4 by line 3			5 5,890,232.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 58,691.
7 Add lines 5 and 6			7 5,948,923.
8 Enter qualifying distributions from Part XII, line 4			8 6,420,704.

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.

3

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	58,691.
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	58,691.
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	58,691.
6 Credits/Payments:			
a 2019 estimated tax payments and 2018 overpayment credited to 2019	6a	82,000.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
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	82,000.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	753.	
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	22,556.	
11 Enter the amount of line 10 to be. Credited to 2020 estimated tax ☐ 0. Refunded ☒	11	22,556.	

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 ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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. ☐ 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 2019 or the tax year beginning in 2019? 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

N/A

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 WWW.WILLIAMSBURGHEALTHFOUNDATION.ORG	X	
14 The books are in care of SOLA MONIZ Telephone no. 757-345-0912 Located at 4801 COURTHOUSE STREET, NO 200, WILLIAMSBURG, VA ZIP+4 23188		
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	N/A	
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? 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?	☐ 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. 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 2019?		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 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? If "Yes," list the years	☐ Yes ☒ 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.)	N/A	
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?	☒ 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019.)		X
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 2019?		X

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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:

(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

N/A

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?

N/A

☐ Yes ☐ 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?

☐ Yes ☒ 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

☐ Yes ☒ No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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?

☐ Yes ☒ No

Yes No

5b

6b

7b

X

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

1 List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		174,231.	12,647.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHMENT	0.00	0.	0.	0.

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

2

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	0.
b	Average of monthly cash balances	1b	6,246,584.
c	Fair market value of all other assets	1c	116,572,346.
d	Total (add lines 1a, b, and c)	1d	122,818,930.
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	122,818,930.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,842,284.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	120,976,646.
6	Minimum investment return. Enter 5% of line 5	6	6,048,832.

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	6,048,832.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	58,691.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	58,691.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5,990,141.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	5,990,141.
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	5,990,141.

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	6,420,704.
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	6,420,704.
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	5	58,691.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	6,362,013.

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				5,990,141.
2 Undistributed income if any, as of the end of 2019				
a Enter amount for 2018 only			644,510.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2019:				
a From 2014				
b From 2015				
c From 2016				
d From 2017				
e From 2018				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ 6,420,704.				
a Applied to 2018, but not more than line 2a			644,510.	
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				5,776,194.
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))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2018 Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020				213,947.
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	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 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 Paid during the year				
ANGELS OF MERCY MEDICAL MISSION 7151 RICHMOND RD, STE. 401 WILLIAMSBURG, VA 23188-7234	N/A	PC	CHRONIC CARE COLLABORATIVE	42,500.
BACON STREET YOUTH AND FAMILY SERVICES 247 MCLAWS CIRCLE WILLIAMSBURG, VA 23185	N/A	PC	THE BRIDGES PROJECT	18,000.
CENTER FOR CHILD AND FAMILY SERVICES, INC. 2021 CUNNINGHAM DR., STE. 400 HAMPTON, VA 23666-3301	N/A	PC	MULTICULTURAL COUNSELING AND OUTREACH PROGRAM	40,000.
CENTER FOR CHILD AND FAMILY SERVICES, INC. 2021 CUNNINGHAM DR., STE. 400 HAMPTON, VA 23666-3301	N/A	PC	VIOLENCE PREVENTION AND INTERVENTION PROGRAM (VPIP)	35,000.
CENTER FOR CHILD AND FAMILY SERVICES, INC. 2021 CUNNINGHAM DR., STE. 400 HAMPTON, VA 23666-3301	N/A	PC	NEUROFEEDBACK COUNSELING PROGRAM	13,000.
Total			SEE CONTINUATION SHEET(S) ▶ 3a	4,428,278.
b Approved for future payment				
ANGELS OF MERCY MEDICAL MISSION 7151 RICHMOND RD, STE. 401 WILLIAMSBURG, VA 23188-7234	N/A	PC	CHRONIC CARE COLLABORATIVE	42,500.
BACON STREET YOUTH AND FAMILY SERVICES 247 MCLAWS CIRCLE WILLIAMSBURG, VA 23185	N/A	PC	THE BRIDGES PROJECT	18,000.
GREATER WILLIAMSBURG HEARTSAFE ALLIANCE 421 NORTH BOUNDARY STREET WILLIAMSBURG, VA 23185	N/A	PC	GREATER WILLIAMSBURG HEARTSAFE ALLIANCE	15,000.
Total			SEE CONTINUATION SHEET(S) ▶ 3b	342,000.

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

- | | | Yes | No |
|---|--|-----|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | | X |
| | (2) Other assets | | X |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | X |
| 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
N/A		

**Sign
Here**

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

► Carl L. Gale

11/16/2020

PRESIDENT & CEO

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

☒ Yes ☐ No

Signature of officer or trustee

Date _____

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

2020

Date 1

Check ☐ if
self-employed

PTIN

AMANDA ADAMS

Amanda Adams

12:32

39 -05'00'

P00748038

Firm's name ► CHERRY BEKAERT LLP

Firm's EIN ▶ 56-0574444

Firm's address ► 200 SOUTH 10TH ST., STE. 900
RICHMOND, VA 23219

Phone no. 804-673-5700

Form **990-PF** (2019)

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CHILD DEVELOPMENT RESOURCES P.O. BOX 280 NORGE, VA 23127	N/A	PC	INFANT PARENT PROGRAM	100,000.
CHILD DEVELOPMENT RESOURCES P.O. BOX 280 NORGE, VA 23127	N/A	PC	PARENTS AS TEACHERS	84,000.
CHILD DEVELOPMENT RESOURCES P.O. BOX 280 NORGE, VA 23127	N/A	PC	TRANSITIONAL GAP FUNDING FOR CERTIFIED MEDICAL INTERPRETER SERVICES (CMIS)	10,000.
CHILD DEVELOPMENT RESOURCES P.O. BOX 280 NORGE, VA 23127	N/A	PC	BREASTFEEDING BUILDING CONFIDENCE AND COMPETENCE	6,000.
CITY OF WILLIAMSBURG 401 LAFAYETTE STREET WILLIAMSBURG, VA 23185	N/A	GOV	CHILD HEALTH INITIATIVE	260,000.
CITY OF WILLIAMSBURG 401 LAFAYETTE STREET WILLIAMSBURG, VA 23185	N/A	GOV	ANNUAL AWARDS	3,000.
CITY OF WILLIAMSBURG 401 LAFAYETTE STREET WILLIAMSBURG, VA 23185	N/A	GOV	WALKING WORKS	500.
COLONIAL BEHAVIORAL HEALTH 473 MCLAWS CIRCLE WILLIAMSBURG, VA 23185	N/A	PC	GREATER WILLIAMSBURG CHILD ASSESSMENT CENTER (GWCAC)	271,000.
COLONIAL BEHAVIORAL HEALTH 473 MCLAWS CIRCLE WILLIAMSBURG, VA 23185	N/A	PC	CHRONIC CARE COLLABORATIVE	175,000.
COLONIAL BEHAVIORAL HEALTH 473 MCLAWS CIRCLE WILLIAMSBURG, VA 23185	N/A	PC	INTENSIVE OUTPATIENT PROGRAM (IOP)	50,000.
Total from continuation sheets				4,279,778.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
COLONIAL BEHAVIORAL HEALTH 473 MCLAWS CIRCLE WILLIAMSBURG, VA 23185	N/A	PC	GREATER WILLIAMSBURG NETWORK OF CARE (NOC)	37,000.
COLONIAL BEHAVIORAL HEALTH 473 MCLAWS CIRCLE WILLIAMSBURG, VA 23185	N/A	PC	FUNDS TO SUPPORT INTEGRATED CARE TRAINING	10,000.
COMMUNITY HOUSING PARTNERS 448 DEPOT STREET CHRISTIANSBURG, VA 24073	N/A	PC	MOBILE FOOD PANTRY	5,000.
COMMUNITY OF FAITH MISSION P.O. BOX 6357 WILLIAMSBURG, VA 23188	N/A	PC	WALKING WORKS	500.
DREAM CATCHERS AT THE CORI SIKICH THERAPEUTIC RIDING CENTER 10120 FIRE TOWER RD TOANO, VA 23168	N/A	PC	WALKING WORKS	500.
ELK HILL FARM, INC. PO BOX 99 1975 ELK HILL RD. GOOCHLAND, VA 23063	N/A	PC	ELK HILL'S YORK COUNTY SCHOOL-BASED MENTAL HEALTH PROGRAM	15,000.
FISH, INC. 312 WALLER MILL ROAD, SUITE # 800 WILLIAMSBURG, VA 23185	N/A	PC	PURCHASE SHELF UNITS FOR FOOD STORAGE	3,200.
FREE FOUNDATION FOR REHABILITATION EQUIPMENT & ENDOWMENT P.O. BOX 8873 ROANOKE, VA 24014-0752	N/A	PC	F.R.E.E. OF WILLIAMSBURG	26,000.
FREE FOUNDATION FOR REHABILITATION EQUIPMENT & ENDOWMENT P.O. BOX 8873 ROANOKE, VA 24014-0752	N/A	PC	WALKING WORKS	500.
GLOUCESTER MATHEWS CARE CLINIC P.O. BOX 684 GLOUCESTER, VA 23061	N/A	PC	CHRONIC CARE COLLABORATIVE	200,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
GLOUCESTER MATHEWS CARE CLINIC P.O. BOX 684 GLOUCESTER, VA 23061	N/A	PC	MEDICAID EXPANSION - HYBRID CLINIC DEVELOPMENT	20,000.
GREATER WILLIAMSBURG HEARTSAFE ALLIANCE 421 NORTH BOUNDARY STREET WILLIAMSBURG, VA 23185	N/A	PC	GREATER WILLIAMSBURG HEARTSAFE ALLIANCE	15,000.
GROVE CHRISTIAN OUTREACH CENTER 8800 POCAHONTAS TRAIL WILLIAMSBURG, VA 23185	N/A	PC	BOARD DISCRETIONARY GRANT	500.
HOSPICE HOUSE AND SUPPORT CARE OF WILLIAMSBURG 4445 POWHATAN PARKWAY WILLIAMSBURG, VA 23188	N/A	PC	WALKING WORKS	500.
JAMES CITY COUNTY 101-D MOUNTS BAY ROAD WILLIAMSBURG, VA 23188	N/A	GOV	JAMES CITY COUNTY CHILD HEALTH INITIATIVE	275,000.
JAMES CITY COUNTY 101-D MOUNTS BAY ROAD WILLIAMSBURG, VA 23188	N/A	GOV	FUNCTIONAL EXERCISE AND EDUCATION TO THRIVE (FEET)	20,000.
JAMES CITY COUNTY 101-D MOUNTS BAY ROAD WILLIAMSBURG, VA 23188	N/A	GOV	FUNDS TO SUPPORT INTEGRATED CARE TRAINING	10,000.
JAMES CITY COUNTY 101-D MOUNTS BAY ROAD WILLIAMSBURG, VA 23188	N/A	GOV	ANNUAL AWARDS	3,000.
LITERACY FOR LIFE AT THE RITA WELSH ADULT LEARNING CENTER PO BOX 8795 WILLIAMSBURG, VA 23187	N/A	GOV	HEAL PROGRAM IN WILLIAMSBURG	55,000.
NETWORK PENINSULA 2 BERNARDINE DRIVE NEWPORT NEWS, VA 23602	N/A	PC	NONPROFIT MANAGEMENT INSTITUTE	15,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Ambunt
OLDE TOWNE MEDICAL & DENTAL CENTER 5249 OLDE TOWNE ROAD WILLIAMSBURG, VA 23188	N/A	PC	SUPPORT FOR CLINIC OPERATIONS	225,000.
OLDE TOWNE MEDICAL & DENTAL CENTER 5249 OLDE TOWNE ROAD WILLIAMSBURG, VA 23188	N/A	PC	CHRONIC CARE COLLABORATIVE (CCC)	250,000.
OLDE TOWNE MEDICAL & DENTAL CENTER 5249 OLDE TOWNE ROAD WILLIAMSBURG, VA 23188	N/A	PC	IMPROVING DIABETIC SELF-MANAGEMENT THROUGH HEALTH COACHING	20,000.
OLIVET MEDICAL MINISTRY, INC. DBA LACKEY CLINIC 1620 OLD WILLIAMSBURG ROAD YORKTOWN, VA 23690	N/A	PC	CHRONIC CARE COLLABORATIVE	400,000.
OLIVET MEDICAL MINISTRY, INC. DBA LACKEY CLINIC 1620 OLD WILLIAMSBURG ROAD YORKTOWN, VA 23690	N/A	PC	BOARD DISCRETIONARY GRANT	500.
ONE CHILD CENTER FOR AUTISM 201 BULIFANTS BLVD., STE A WILLIAMSBURG, VA 23188	N/A	PC	ONE CHILD CENTER FOR AUTISM CAPACITY BUILDING	20,000.
ONE CHILD CENTER FOR AUTISM 201 BULIFANTS BLVD., STE A WILLIAMSBURG, VA 23188	N/A	PC	KIDS' NIGHT	11,500.
PENINSULA AGENCY ON AGING 739 THIMBLE SHOALS BLVD STE 1006 NEWPORT NEWS, VA 23606	N/A	PC	RIDES	120,000.
PENINSULA AGENCY ON AGING 739 THIMBLE SHOALS BLVD, STE 1006 NEWPORT NEWS, VA 23606	N/A	PC	GREATER WILLIAMSBURG AGING AND DISABILITY RESOURCE CENTER (ADRC)	70,000.
PENINSULA AGENCY ON AGING 739 THIMBLE SHOALS BLVD, STE 1006 NEWPORT NEWS, VA 23606	N/A	PC	NUTRITIOUS NOONTIME MEALS	65,000.
Total from continuation sheets				

Part XV. Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PENINSULA AGENCY ON AGING 739 THIMBLE SHOALS BLVD, STE 1006 NEWPORT NEWS, VA 23606	N/A	PC	LOCAL MATCH FUNDS FOR A REPLACEMENT VAN FOR THE RIDES PROGRAM	11,478.
POSTPARTUM SUPPORT VIRGINIA, INC. P.O. BOX 7521 ARLINGTON, VA 22207	N/A	PC	GREATER WILLIAMSBURG MATERNAL MENTAL HEALTH COALITION	8,000.
RX PARTNERSHIP 1500 FOREST AVE, SUITE 201 RICHMOND, VA 23229	N/A	PC	CHRONIC CARE COLLABORATIVE	35,000.
RX PARTNERSHIP 1500 FOREST AVE, SUITE 201 RICHMOND, VA 23229	N/A	PC	ACCESS TO MEDICATION PROGRAM (AMP)	12,500.
THE ARC OF GREATER WILLIAMSBURG 150 STRAWBERRY PLAINS ROAD, SUITE D WILLIAMSBURG, VA 23188	N/A	PC	FITNESS PROGRAM	30,000.
THE COLLEGE OF WILLIAM & MARY, NEW HORIZONS FAMILY COUNSELING CENTER 301 MONTICELLO AVENUE, P.O. BOX 8795 WILLIAMSBURG, VA 23185	N/A	GOV	YOUTH AND FAMILY COUNSELING PROGRAM	95,000.
THE DOORWAYS 612 E. MARSHALL STREET RICHMOND, VA 23219	N/A	PC	BASIC OPERATING SUPPORT	15,000.
VIRGINIA HEALTH CARE FOUNDATION 707 EAST MAIN STREET, SUITE 1350 RICHMOND, VA 23219	N/A	PC	GREATER WILLIAMSBURG MEDICATION ACCESS PROGRAM BASIC PROGRAM SUPPORT	378,000.
VIRGINIA HEALTH CATALYST 4200 INNSLAKE DRIVE, SUITE 202 GLEN ALLEN, VA 23060	N/A	PC	ORAL HEALTH ADVOCACY	20,000.
VIRGINIA PENINSULA FOODBANK 2401 ALUMINUM AVENUE HAMPTON, VA 23661	N/A	PC	MOBILE FOOD PANTRY FRESH PRODUCE PROGRAM	25,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
WILLIAMSBURG AREA FAITH IN ACTION 354 MCLAWS CIRCLE, SUITE 2 WILLIAMSBURG, VA 23185	N/A	PC	MEDICAL TRANSPORTATION	36,000.
WILLIAMSBURG AREA FAITH IN ACTION 354 MCLAWS CIRCLE, SUITE 2 WILLIAMSBURG, VA 23185	N/A	PC	SUPPORT FOR DEVELOPMENT DIRECTOR	28,000.
WILLIAMSBURG AREA MEALS ON WHEELS, INC. P.O. BOX 709 WILLIAMSBURG, VA 23187	N/A	PC	COMPUTER REPLACEMENT AND SOFTWARE UPGRADE	6,400.
WILLIAMSBURG HOUSE OF MERCY, INC. 10 HARRISON AVENUE WILLIAMSBURG, VA 23185-3572	N/A	PC	MONTHLY MOBILE FOOD PANTRY	12,000.
WILLIAMSBURG HOUSE OF MERCY, INC. 10 HARRISON AVENUE WILLIAMSBURG, VA 23185-3572	N/A	PC	REFRIGERATOR PURCHASE FOR FRESH FOOD STORAGE	8,500.
WILLIAMSBURG SOCCER FOUNDATION 809 RICHMOND ROAD (WSF) WILLIAMSBURG, VA 23185	N/A	PC	VIRGINIA LEGACY COMMUNITY PARTNERSHIP PROGRAM	20,000.
WILLIAMSBURG-JAMES CITY COUNTY PUBLIC SCHOOL DIVISION 117 IRONBOUND ROAD WILLIAMSBURG, VA 23187	N/A	GOV	WJCC SCHOOL HEALTH INITIATIVE PROGRAM (SHIP)	670,000.
WILLIAMSBURG-JAMES CITY COUNTY PUBLIC SCHOOL DIVISION 117 IRONBOUND ROAD WILLIAMSBURG, VA 23187	N/A	GOV	WATER BOTTLE FILLING STATIONS - WJCC ELEMENTARY SCHOOLS	10,700.
WILLIAMSBURG-JAMES CITY COUNTY PUBLIC SCHOOL DIVISION 117 IRONBOUND ROAD WILLIAMSBURG, VA 23187	N/A	GOV	BOARD DISCRETIONARY GRANT	1,000.
WILLIAMSBURG-JAMES CITY COUNTY PUBLIC SCHOOL DIVISION 117 IRONBOUND ROAD WILLIAMSBURG, VA 23187	N/A	GOV	BOARD DISCRETIONARY GRANT	500.
Total from continuation sheets				

3 Grants and Contributions Paid During the Year (Continuation)**Total from continuation sheets**

Part XV	Supplementary Information
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3 Grants and Contributions Approved for Future Payment (Continuation)

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)				
NETWORK PENINSULA 2 BERNARDINE DRIVE NEWPORT NEWS, VA 23602	N/A	PC	NONPROFIT MANAGEMENT INSTITUTE	15,000.
OLDE TOWNE MEDICAL & DENTAL CENTER 5249 OLDE TOWNE ROAD WILLIAMSBURG, VA 23188	N/A	PC	SUPPORT FOR CLINIC OPERATIONS	225,000.
RX PARTNERSHIP 1500 FOREST AVE, SUITE 201 RICHMOND, VA 23229	N/A	PC	ACCESS TO MEDICATION PROGRAM (AMP)	12,500.
WILLIAMSBURG AREA FAITH IN ACTION 354 MCLAWS CIRCLE, SUITE 2 WILLIAMSBURG, VA 23185	N/A	PC	MEDICAL TRANSPORTATION	14,000.
Total from continuation sheets				266,500.

FORM 990-PF

OTHER EXPENSES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANNUAL AWARDS	13,260.	0.		13,260.
EQUIPMENT RENTAL/MAINTENANCE	27,771.	0.		27,771.
INSURANCE	13,022.	0.		13,022.
ADMINISTRATIVE EXPENSE	20,192.	0.		20,190.
MARKETING	18,223.	0.		18,223.
DCA EXPENSE - CHRONIC CARE	51,862.	0.		51,862.
DCA EXPENSE - OTHER	211,026.	0.		211,083.
MEMBERSHIP DUES	24,578.	0.		24,578.
PASSTHROUGH K-1 EXPENSES	1,415,678.	1,412,150.		0.
SUBSCRIPTIONS	3,474.	0.		3,474.
TO FORM 990-PF, PG 1, LN 23	1,799,086.	1,412,150.		383,463.

FORM 990-PF

OTHER INCREASES IN NET ASSETS OR FUND BALANCES

STATEMENT 6

DESCRIPTION	AMOUNT
UNREALIZED GAIN IN VALUE OF INVESTMENTS	12,484,533.
TOTAL TO FORM 990-PF, PART III, LINE 3	12,484,533.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MIT PRIVATE EQUITY II FUND	FMV	98,374.	98,374.
TIFF PARTNERS V - US	FMV	79,638.	79,638.
TIFF PARTNERS V - INTERNATIONAL	FMV	28,145.	28,145.
TIFF REAL ESTATE PARTNERS II, LLC	FMV	219,185.	219,185.
TRG FORESTRY FUND 7-B LP	FMV	276,152.	276,152.
TIFF PRIVATE EQUITY PARTNERS 2007, LLC	FMV	819,943.	819,943.
MA INVESTORS FUND 1, LLC	FMV	1,343,585.	1,343,585.
PRIVATE ADVISORS SMALL COMPANY BUYOUT FUND	FMV	382,296.	382,296.
TIFF PRIVATE EQUITY PARTNERS 2008, LLC	FMV	428,007.	428,007.
TIFF SHORT TERM FUND	FMV	2,002,293.	2,002,293.
METROPOLITAN REAL ESTATE PARTNERS 2008 DISTRESSED CO-INVESTMENT FUND, LP	FMV	16,393.	16,393.
TIFF SECONDARY PARTNERS II, LLC	FMV	228,272.	228,272.
TIFF MULTI-ASSET FUND	FMV	46,488,967.	46,488,967.
TIFF KEYSTONE FUND	FMV	47,075,364.	47,075,364.
TIFF PRIVATE EQUITY PARTNERS 2012, LLC	FMV	1,322,952.	1,322,952.
TIFF SPECIAL OPPORTUNITIES FUND, LLC	FMV	2,600,502.	2,600,502.
TIFF PRIVATE EQUITY PARTNERS 2013	FMV	3,483,754.	3,483,754.
TIFF PRIVATE EQUITY PARTNERS 2014	FMV	1,373,262.	1,373,262.
TIFF REALTY AND RESOURCES IV, LLC	FMV	451,325.	451,325.
TIFF PRIVATE EQUITY PARTNERS 2015	FMV	1,094,401.	1,094,401.
TIFF PRIVATE EQUITY PARTNERS 2016	FMV	739,223.	739,223.
TIFF PRIVATE EQUITY PARTNERS 2017	FMV	241,564.	241,564.
TIFF SPECIAL OPPORTUNITIES FUND II	FMV	649,105.	649,105.
TIFF PRIVATE EQUITY PARTNERS 2018	FMV	315,241.	315,241.
TIFF PRIVATE EQUITY PARTNERS 2019	FMV	16,053.	16,053.
TOTAL TO FORM 990-PF, PART II, LINE 13		111,773,996.	111,773,996.

Williamsburg Community Health Foundation
Five Highest Paid Employees (Paid over \$50,000)
2019 Form 990-PF
EIN: 54-1822359

Employee's name	Address	Employee's title	Hours Per Week Devoted to Position	Compensation	Contributions to Employee Benefit Plans & Deferred Compensation	Expense Account and Other Allowances
Sola Moniz	4801 Courthouse Street, Suite 200, Williamsburg, VA 23188	CFO	40 00	253,605 00	10,241 00	0
Allison Brody	4801 Courthouse Street, Suite 200, Williamsburg, VA 23188	Director, Community Engagement	40 00	119,699 00	8,178 00	0
Paulette A Parker	4801 Courthouse Street, Suite 200, Williamsburg, VA 23188	Senior Program Officer	40 00	107,600 00	7,053 00	0
Kyra Cook	4801 Courthouse Street, Suite 200, Williamsburg, VA 23188	Director, Strategy	40 00	103,092 00	7,893 00	0
William D Pribble	4801 Courthouse Street, Suite 200, Williamsburg, VA 23188	Program Officer/Grants Administrator	40 00	78,296 00	5,995 00	0

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 8

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE, FIXTURES, & EQUIPMENT	78,174.	73,267.	4,907.
COMPUTERS & SOFTWARE	32,172.	27,161.	5,011.
TOTAL TO FM 990-PF, PART II, LN 14	110,346.	100,428.	9,918.

FORM 990-PF OTHER ASSETS STATEMENT 9

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ADVANCED CAPITAL CONTRIBUTIONS	0.	12,244,871.	12,244,871.
TO FORM 990-PF, PART II, LINE 15	0.	12,244,871.	12,244,871.

FORM 990-PF OTHER LIABILITIES STATEMENT 10

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED FEDERAL EXCISE TAX LIABILITY	217,657.	181,418.
TOTAL TO FORM 990-PF, PART II, LINE 22	217,657.	181,418.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN	EXPENSE CONTRIB ACCOUNT
JAMES R. GOLDEN 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	IMMEDIATE PAST CHAIRMAN 1.00	0.	0.	0.
LOUIS F. ROSSITER 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	CHAIR 1.00	0.	0.	0.
JACKSON C. TUTTLE, II 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	VICE CHAIR 1.00	0.	0.	0.
MARSHALL N. WARNE 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TREASURER 1.00	0.	0.	0.
M. ANDERSON BRADSHAW 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 1.00	0.	0.	0.
DAVID E. BUSH 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 1.00	0.	0.	0.
BETH F. DAVIS 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 1.00	0.	0.	0.
PAUL W. GERHARDT 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 1.00	0.	0.	0.
EARL T. GRANGER, III 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 1.00	0.	0.	0.
LAURA J. LODA 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 1.00	0.	0.	0.

WILLIAMSBURG COMMUNITY HEALTH FOUNDATION

54-1822359

KELLI MANSEL-ARBUCKLE 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 1.00	0.	0.	0.
DOUGLAS J. MYERS 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 1.00	0.	0.	0.
MARIBEL O. SAIMRE 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 1.00	0.	0.	0.
ROBERT J. SINGLEY 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 1.00	0.	0.	0.
STEVEN R. STAPLES 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 1.00	0.	0.	0.
ROBERT B. TAYLOR 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 1.00	0.	0.	0.
THOMAS G. TINGLE 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 1.00	0.	0.	0.
GLENDA H. TURNER 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 1.00	0.	0.	0.
CLARENCE A. WILSON 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 1.00	0.	0.	0.
ALFRED L. WOODS 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 1.00	0.	0.	0.
CAROL L. SALE 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	PRESIDENT & CEO, SECRETARY 40.00	174,231.	12,647.	0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

174,231.	12,647.	0.
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FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT 12
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ACTIVITY ONE

CHRONIC CARE INITIATIVE- A COLLABORATIVE WITH HEALTHCARE ORGANIZATIONS THAT PROVIDE DIRECT SERVICES TO UNINSURED AND UNDER-INSURED, CHRONICALLY ILL INDIVIDUALS IN THE GREATER WILLIAMSBURG AREA. THE GOAL IS TO IMPROVE THE HEALTH OF THE UNDERSERVED COMMUNITY BY IMPROVING THE ORGANIZATIONS' INDIVIDUAL AND COLLECTIVE CAPACITY TO SERVE THIS POPULATION.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

51,862.

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT 13
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ACTIVITY TWO

CHILD HEALTH INITIATIVE- A COLLABORATIVE OF HUMAN SERVICE AND HEALTHCARE PROVIDERS DESIGNED TO IMPROVE LONG-TERM HEALTH OUTCOMES FOR CHILDREN LIVING IN POVERTY IN THE COMMUNITY. THE COLLABORATIVE EMPLOYS A MULTI-DISCIPLINARY, HOME-BASED SERVICE DELIVERY APPROACH TO WORK IN PARTNERSHIP WITH FAMILIES.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 2

37,068.

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT 14
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ACTIVITY THREE

WILLIAMSBURG HOUSING COLLABORATIVE - A GROUP OF LOCAL AGENCIES THAT ARE FOCUSED ON LEARNING FROM EACH OTHER AND SHARING INFORMATION ABOUT HOUSING IN OUR COMMUNITY WITH A GOAL OF "MAPPING" THE HOUSING NEEDS WITH A FOCUS ON THE POPULATIONS MOST IMPACTED.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 3

11,739.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 15

ACTIVITY FOUR

SCHOOL HEALTH INITIATIVE PROJECT- A CONTRACT WITH THE SCHROEDER CENTER FOR HEALTH POLICY AT THE COLLEGE OF WILLIAM AND MARY TO PROVIDE SUPPORT TO THE SCHOOL HEALTH INITIATIVE PROGRAM (SHIP) THE SCHROEDER CENTER WORKS WITH SHIP TO ADMINISTER SURVEYS THAT EXAMINE CHANGES IN KNOWLEDGE, ATTITUDE AND BEHAVIORS IN THE AREAS OF PHYSICAL ACTIVITY AND WELLNESS DATA IS COLLECTED AND ANALYZED BY THE SCHROEDER CENTER AND RESULTS ARE USED TO EVALUATE PROGRAM IMPACT

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 4

9,664.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 16

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

CAROL SALE
4801 COURTHOUSE STREET 200
WILLIAMSBURG, VA 23188

TELEPHONE NUMBER

757-345-0912

FORM AND CONTENT OF APPLICATIONS

WCHF APPLICATION SHOULD INCLUDE THE BOARD ROSTER, ANNUAL REPORT, IRS FORM 990 AND ANNUAL AUDIT IN ACCORDANCE WITH WCHF POLICIES, PLUS ALLOWABLE COSTS AS OUTLINED IN GRANT APPLICATION.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

CONDITIONS FOR GRANT AWARDS DO NOT ALLOW EXPENDITURES FOR ANNUAL APPEALS AND FUNDRAISING, ENDOWMENTS, REAL ESTATE ACQUISITIONS, RESTORATION OF FUNDS CUT BY GOVERNMENTS OR OTHER ORGANIZATIONS, AND LOBBYING.

FORM 990-PF

OTHER INCOME

STATEMENT 1

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PASSTHROUGH K-1 INCOME	909,426.	1,032,637.	
K-1 INCOME NOT INCLUDED IN INVESTMENT INCOME	1,622.	0.	
SECTION 965 INCOME	1,735.	1,735.	
TOTAL TO FORM 990-PF, PART I, LINE 11	912,783.	1,034,372.	

FORM 990-PF

ACCOUNTING FEES

STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING & TAX RETURN PREPARATION FEES	32,339.	0.		32,339.
TO FORM 990-PF, PG 1, LN 16B	32,339.	0.		32,339.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT	285,370.	285,370.		0.
OTHER PROFESSIONAL FEES	11,091.	0.		11,091.
TO FORM 990-PF, PG 1, LN 16C	296,461.	285,370.		11,091.

FORM 990-PF

TAXES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MUNICIPAL PROPERTY TAXES	1,041.	0.		0.
EXCISE TAX	87,602.	0.		0.
TO FORM 990-PF, PG 1, LN 18	88,643.	0.		0.