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. 1545-0052

2019

Open to Public Inspection

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

Name of foundation
Harris Foundation
co Hiter Harris III

A Employer identification number
54-1844579

Number and street (or P.O. box number if mail is not delivered to street address)
6315 Three Chopt Road

Room/suite

B Telephone number (see instructions)
(804) 648-0072

City or town, state or province, country, and ZIP or foreign postal code
Richmond, VA 23226

C If exemption application is pending, check here ▶ ☐

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*) ▶$ 3,234,431

J Accounting method: ☑ Cash ☐ Accrual ☐ Other (specify) ________
(Part I, column (d) must be on cash basis.)

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) (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)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments	6,710	6,710	6,710	
	4	Dividends and interest from securities	48,294	48,294	48,294	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	93,891			
	b	Gross sales price for all assets on line 6a 534,519				
	7	Capital gain net income (from Part IV, line 2)		93,891		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	148,895	148,895	55,004	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	4,300			
	c	Other professional fees (attach schedule)	10,909	10,909		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)				
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	22,280			
	24	**Total operating and administrative expenses.** Add lines 13 through 23	37,489	10,909		0
	25	Contributions, gifts, grants paid	243,250			243,250
	26	**Total expenses and disbursements.** Add lines 24 and 25	280,739	10,909		243,250
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-131,844			
	b	**Net investment income** (if negative, enter -0-)		137,986		
	c	**Adjusted net income** (if negative, enter -0-)			55,004	

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	142,026	217,460	217,460
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	424,756	470,797	1,361,274
	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)	1,405,360	1,151,473	1,653,989
	14	Land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	1,560	1,708	1,708
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,973,702	1,841,438	3,234,431
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities**(add lines 17 through 22)		0	
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			
	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	1,973,702	1,841,438	
	29	**Total net assets or fund balances** (see instructions)	1,973,702	1,841,438	
	30	**Total liabilities and net assets/fund balances** (see instructions)	1,973,702	1,841,438	

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	1,973,702
2	Enter amount from Part I, line 27a	2	-131,844
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,841,858
5	Decreases not included in line 2 (itemize) ▶	5	420
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29	6	1,841,438

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	93,891
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	-1,465

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	307,008	3,068,746	0.10004
2017	285,534	3,064,526	0.09317
2016	283,865	2,932,115	0.09681
2015	368,676	3,343,307	0.11027
2014	245,760	3,419,170	0.07188

2 **Total** of line 1, column (d)	2	0.472179
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	0.094436
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	2,960,848
5 Multiply line 4 by line 3	5	279,611
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,380
7 Add lines 5 and 6	7	280,991
8 Enter qualifying distributions from Part XII, line 4	8	243,250

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	2,760
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	
3	Add lines 1 and 2			3	2,760
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	2,760
6	Credits/Payments:				
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	2,933		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	2,933
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	173
11	Enter the amount of line 10 to be: **Credited to 2020 estimated tax** ▶	**Refunded** ▶		11	173

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)	1b		No
	*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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ ______ **(2)** On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	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? *If "Yes," attach a conformed copy of the changes*	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? *If "Yes," attach the statement required by General Instruction T.*	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? *If "Yes," complete Part II, col. (c), and Part XV.*	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? *If "No," attach explanation*	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. If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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.	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?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶Hiter Harris III Telephone no. ▶(804) 648-0072

Located at ▶6315 Three Chopt Rd RICHMOND VA ZIP+4 ▶23226

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 |

			Yes	No
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		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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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		No
	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)*

				Yes	No
5a	During the year did the foundation pay or incur any amount to:				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions		5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? *If "Yes," attach the statement required by Regulations section 53.4945–5(d).*	☐ Yes ☐ No			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? *If "Yes" to 6b, file Form 8870.*		6b		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?		7b		
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
NONE				

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

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		

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 . . . . ▶	

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	2,648,216
b	Average of monthly cash balances.		1b	357,721
c	Fair market value of all other assets (see instructions).		1c	0
d	**Total** (add lines 1a, b, and c).		1d	3,005,937
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	
3	Subtract line 2 from line 1d.		3	3,005,937
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).		4	45,089
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	2,960,848
6	**Minimum investment return.** Enter 5% of line 5.		6	148,042

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	148,042
2a	Tax on investment income for 2019 from Part VI, line 5.	2a 2,760		
b	Income tax for 2019. (This does not include the tax from Part VI.).	2b		
c	Add lines 2a and 2b.		2c	2,760
3	Distributable amount before adjustments. Subtract line 2c from line 1.		3	145,282
4	Recoveries of amounts treated as qualifying distributions.		4	
5	Add lines 3 and 4.		5	145,282
6	Deduction from distributable amount (see instructions).		6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.		7	145,282

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	243,250
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
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	243,250
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	243,250

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					145,282
2 Undistributed income, if any, as of the end of 2019:					
a Enter amount for 2018 only.					
b Total for prior years: 20___ , 20___ , 20___					
3 Excess distributions carryover, if any, to 2019:					
a From 2014.	84,088				
b From 2015.	202,559				
c From 2016.	144,529				
d From 2017.	135,340				
e From 2018.	155,555				
f **Total** of lines 3a through e.		722,071			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ $ 243,250					
a Applied to 2018, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).		0			
d Applied to 2019 distributable amount.					145,282
e Remaining amount distributed out of corpus		97,968			
5 Excess distributions carryover applied to 2019. *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6 Enter the net total of each column as indicated below:					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		820,039			
b Prior years' undistributed income. Subtract line 4b from line 2b					
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.					
d Subtract line 6c from line 6b. Taxable amount —see instructions					
e Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount—see instructions					
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020					0
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)					
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions) . . .		84,088			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a		735,951			
10 Analysis of line 9:					
a Excess from 2015. . . .	202,559				
b Excess from 2016. . . .	144,529				
c Excess from 2017. . . .	135,340				
d Excess from 2018. . . .	155,555				
e Excess from 2019. . . .	97,968				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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)

	Tax year	Prior 3 years			**(e) Total**
	(a) 2019	**(b)** 2018	**(c)** 2017	**(d)** 2016	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter: **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter: **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

See Additional Data Table

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

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

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

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

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

c Any submission deadlines:

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

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				243,250
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	6,710	
4 Dividends and interest from securities. . . .			14	48,294	
5 Net rental income or (loss) from real estate:					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	93,891	
9 Net income or (loss) from special events:					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e). .				148,895	

13 Total. Add line 12, columns (b), (d), and (e). 13 148,895

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

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.	**1a(1)**		**No**
(2) Other assets.	**1a(2)**		**No**
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		**No**
(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		**No**
(3) Rental of facilities, equipment, or other assets.	**1b(3)**		**No**
(4) Reimbursement arrangements.	**1b(4)**		**No**
(5) Loans or loan guarantees.	**1b(5)**		**No**
(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		**No**
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.

(a) Line No.	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

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.

******	2020-03-28	******
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr.) ☑ **Yes** ☐ **No**

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
Elaine M Ragland CPA				P00291584
Firm's name ▶ Stephen M Ragland Ltd				Firm's EIN ▶54-1477796
Firm's address ▶ 7204 Glen Forest Drive Suite 300 Richmond, VA 23226				Phone no. (804) 288-8516

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

(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.)
9 SHS Johnson & Johnson	P	2018-01-12	2019-01-11
50 SHS Altria Group Inc.	P	2014-01-24	2019-01-24
14 SHS Kellogg Co.	P	2018-01-25	2019-01-24
14 SHS Kellogg Co.	P	2014-01-24	2019-01-24
1939 SHS Oppenheimer Intl Growth Fund	P	2014-01-31	2019-01-31
79 SHS Altria Group Inc.	P	2014-01-31	2019-01-31
13919 SHS Boston Partners Long/Short	P	2014-01-31	2019-01-31
86 SHS Kellogg	P	2014-02-21	2019-02-21
20 SHS Kellogg	P	2014-02-22	2019-02-22
4 SHS Boeing Co	P	2014-03-14	2019-03-14

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)
1,163		1,202	-39
2,241		1,066	1,175
816		917	-101
		35	-35
71,928		74,512	-2,584
3,628		1,685	1,943
210,188		208,239	1,949
4,968		5,514	-546
1,154		1,275	-121
1,510		706	804

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	
			-39
			1,175
			-101
			-35
			-2,584
			1,943
			1,949
			-546
			-121
			804

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 SHS Boeing Co	P	2014-03-27	2019-03-27
30 SHS COMCAST	P	2018-03-28	2019-03-27
30 SHS COMCAST	P	2014-03-27	2019-03-27
30 SHS J P Morgan	P	2018-03-28	2019-03-27
30 SHS J P Morgan	P	2014-03-27	2019-03-27
12 SHS Microsoft Corp	P	2018-03-28	2019-03-27
12 SHS Microsoft Corp	P	2014-03-27	2019-03-27
20 SHS Lyondellbasell Industries NV	P	2014-05-02	2019-05-02
10 SHS Apple Inc	P	2014-05-02	2019-05-02
15 SHS Exxon Mobil Corp	P	2014-05-02	2019-05-02

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)
367		177	190
39			39
1,131		874	257
		137	-137
2,952		2,396	556
3			3
1,401		499	902
1,768		1,745	23
2,006		917	1,089
1,204		1,117	87

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	
			190
			39
			257
			-137
			556
			3
			902
			23
			1,089
			87

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

(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.)
16 SHS Intel Corp	P	2014-05-02	2019-05-02
6 SHS Lilly Eli	P	2014-05-02	2019-05-02
14 SHS Philip Morris Intl	P	2014-05-02	2019-05-02
5236 SHS John Hancock FDS III	P	2014-05-08	2019-05-08
22 SHS Lyondellbasell Industries NV	P	2014-05-16	2019-05-16
17 SHS Apple Inc	P	2014-05-16	2019-05-16
12 SHS Boeing Co	P	2014-05-16	2019-05-16
6517 SHS The Children's Investment Fund	P	2014-05-20	2019-05-20
6294 SHS The Children's Invesment Fund	P	2014-06-18	2019-06-18
6 SHS Apple Inc	P	2014-06-27	2019-06-27

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)
818		851	-33
677		505	172
1,204		686	518
107,349		58,649	48,700
1,780		1,871	-91
3,199		1,264	1,935
4,124		2,119	2,005
6,517		3,750	2,767
6,294		3,750	2,544
1,186		440	746

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	
			-33
			172
			518
			48,700
			-91
			1,935
			2,005
			2,767
			2,544
			746

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

(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.)
134 SHS Bank New York Mellon Corp	P	2018-06-28	2019-06-27
5 SHS McDonalds Corp	P	2018-06-28	2019-06-27
5 SHS McDonalds Corp	P	2014-06-27	2019-06-27
28 SHS Microsoft Corp	P	2014-06-27	2019-06-27
6552 SHS The Children's Investment Fund	P	2014-07-18	2019-07-18
30 SHS Corteva	P	2018-07-19	2019-07-18
30 SHS Corteva	P	2014-07-18	2019-07-18
6 SHS Apple Inc	P	2014-07-25	2019-07-25
12 SHS Johnson & Johnson	P	2018-07-26	2019-07-25
12 SHS Johnson & Johnson	P	2014-07-25	2019-07-25

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)
5,798		7,246	-1,448
40			40
989		449	540
3,768		751	3,017
6,552		3,750	2,802
		15	-15
839		765	74
1,246		440	806
		10	-10
1,546		1,572	-26

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	
			-1,448
			40
			540
			3,017
			2,802
			-15
			74
			806
			-10
			-26

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

(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.)
19 SHS Walmart	P	2018-07-26	2019-07-25
19 SHS Walmart	P	2014-07-25	2019-07-25
20 SHS Cisco Sys Inc	P	2018-08-09	2019-08-08
9 SHS Microsoft Corp	P	2014-08-08	2019-08-08
6698 SHS The Children's Investment Fund	P	2014-08-16	2019-08-16
9 SHS Exxon Mobil Corp	P	2014-08-22	2019-08-22
118 SHS Pfizer Inc	P	2018-08-23	2019-08-22
118 SHS Pfizer Inc	P	2014-08-22	2019-08-22
35 SHS BB & T	P	2014-09-19	2019-09-19
17 SHS General Motors Co.	P	2014-09-19	2019-09-19

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
24			24
2,098		1,452	646
1,037		997	40
1,209		241	968
6,698		3,750	2,948
622		644	-22
		293	-293
4,119		3,460	659
1,844		1,845	-1
647		667	-20

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	
			24
			646
			40
			968
			2,948
			-22
			-293
			659
			-1
			-20

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

(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.)
88 SHS Pfizer Inc	P	2014-09-19	2019-09-19
13 SHS B B & T	P	2014-09-20	2019-09-20
6 SHS General Dynamics Corp	P	2018-10-04	2019-10-03
6 SHS General Dynamics Corp	P	2014-10-03	2019-10-03
22 SHS Dupont De Nemours	P	2014-10-17	2019-10-17
8 SHS Dupont De Nemours	P	2014-10-18	2019-10-18
10 SHS Ingersoll-Rand	P	2018-11-01	2019-10-31
7 SHS Disney Walt	P	2018-11-01	2019-10-31
8 SHS Honeywell Intl Inc	P	2014-10-31	2019-10-31
16 SHS Johnson & Johnson	P	2014-10-31	2019-10-31

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)
3,205		1,518	1,687
682		674	8
		27	-27
1,069		936	133
1,444		1,693	-249
528		541	-13
1,278		1,044	234
911		960	-49
1,383		568	815
2,067		1,898	169

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	
			1,687
			8
			-27
			133
			-249
			-13
			234
			-49
			815
			169

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

(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.)
4 SHS Lockheed Martin	P	2014-10-31	2019-10-31
3 SHS Nextera Energy Inc	P	2014-10-31	2019-10-31
15 SHS Pepsico Inc	P	2014-10-31	2019-10-31
9 SHS WEC Energy Group Inc	P	2014-10-31	2019-10-31
22 SHS General Dynamics Corp	P	2014-12-12	2019-12-12
24 SHS General Dynamics Corp	P	2014-12-13	2019-12-13
10 SHS Baxter Intl Inc.	P	2019-01-01	2019-12-31
72 SHS General Motors Co.	P	2014-12-31	2019-12-31
11 SHS Merck & Co Inc	P	2019-01-01	2019-12-31
11 SHS Merck & Co Inc	P	2014-12-31	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)
1,486		1,204	282
696		158	538
2,044		1,492	552
831		586	245
3,977		3,332	645
4,291		3,486	805
841		669	172
2,630		2,765	-135
47			47
958		938	20

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	
			282
			538
			552
			245
			645
			805
			172
			-135
			47
			20

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

(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.)
20 SHS Lyondellbasell Industries NV	P	2018-05-05	2019-05-02
15 SHS Exxon Mobil Corp	P	2018-05-15	2019-05-02
16 SHS Intel Corp	P	2018-05-15	2019-05-02
6 SHS Lilly Eli	P	2018-05-14	2019-05-02
4 SHS Apple Inc	P	2015-11-14	2019-11-14
15 SHS Dow Chem Co	P	2018-11-20	2019-11-14
15 SHS Dow Chem Co	P	2015-11-14	2019-11-14
8 SHS Exxon Mobil Corp	P	2015-11-14	2019-11-14
9 SHS Microsoft Corp	P	2015-11-14	2019-11-14
12 SHS Philip Morris Intl	P	2015-11-14	2019-11-14

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)
		262	-262
		8	-8
7			7
23			23
1,047		293	754
		25	-25
821		850	-29
553		532	21
1,320		241	1,079
1,010		588	422

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	
			-262
			-8
			7
			23
			754
			-25
			-29
			21
			1,079
			422

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

(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.)
4 SHS 3M Co	P	2015-11-14	2019-11-14
11 SHS Valero Energy Corp New	P	2015-11-14	2019-11-14
6 SHS Ameren Corp	P	2015-11-29	2019-11-29
16 SHS CMS Energy Corp	P	2015-11-29	2019-11-29
14 SHS Comcast Corp	P	2018-11-30	2019-11-29
10 SHS Eversource Energy	P	2015-11-29	2019-11-29
6 SHS Kla-Tencor Corp	P	2018-11-30	2019-11-29
15 SHS Marsh & Mclennan Cos Inc	P	2015-11-29	2019-11-29
13 SHS Pfizer Inc	P	2015-11-29	2019-11-29
16 SHS Public Storage Inc	P	2015-11-29	2019-11-29

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)
682		706	-24
1,102		878	224
444		385	59
983		643	340
606		601	5
824		628	196
969		654	315
1,621		516	1,105
498		224	274
3,383		2,080	1,303

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) **or** Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			-24
			224
			59
			340
			5
			196
			315
			1,105
			274
			1,303

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

(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.)
6 SHS Public Storage Inc	P	2015-11-27	2019-11-27
Capital Gain Dividends			

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)
1,266		780	486
			6,301

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	
			486

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, 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
H Hiter Harris III 6315 Three Chopt Rd Richmond, VA 23226	President 1.00	0		
Jil W Harris 6315 Three Chopt Road Richmond, VA 23226	Secty/Treas 0.00	0		
Katherine Harris Storer 6315 Three Chopt Road Richmond, VA 23226	Director 0.00	0		
Elizabeth Tyler Harris 6315 Three Chopt Road Richmond, VA 23226	Director 0.00	0		
H Hiter Harris IV 6315 Three Chopt Road Richmond, VA 23226	Director 0.00	0		

Form 990PF Part XV Line 1a - 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).

H Hiter Harris III
Jil W Harris

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
First Presbyterian Church 4602 Cary Street Road Richmond, VA 23226	N/A	PC	Annual Fund	5,000
Chesapeake Academy Foundation P O Box 8 Irvington, VA 22480	N/A	PC	Annual Fund	5,000
Hampden-Sydney College 1 COLLEGE ROAD HampdenSydney, VA 23943	N/A	PC	2019 Gift	12,500
Total . . . . ▶ **3a**				243,250

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Bolling Haxell House Foundation 211 East Franklin Street Richmond, VA 23219	N/A	SO I	Annual Fund	500
St Catherine's School 6001 GROVE AVENUE Richmond, VA 23226	N/A	PC	Annual Fund	1,000
St Christopher's School 711 ST CHRISTOPHERS RD Richmond, VA 23229	N/A	PC	Annual Fund	1,250
Total . . . . ▶ **3a**				243,250

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
VA Found for Ind Colleges 901 E Byrd Street Suite 1625 Richmond, VA 23229	N/A	PC	Public Support,Annual Fund, Technology Fund	39,000
Cross-Over Ministries Inc 108 Cowardin Avenue Richmond, VA 23224	N/A	PC	Annual Fund	1,000
Big Oak RanchP O Box 507 Springvale, AL 35146	N/A	PC	Annual Fund	5,000
Total . . . . ▶ **3a**				243,250

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Virginia Foundation 901 E Byrd Street Suite 1625 Richmond, VA 23229	N/A	PC	Annual Fund	500
VCU Massey Cancer Center 401 COLLEGE ST Richmond, VA 23298	N/A	PC	Annual Fund, Capital Commitment	5,000
VCU ARTS POLLAK SOCIETY P O BOX 843007 Richmond, VA 23284	N/A	PC	Annual Fund	5,000
Total . . . . ▶ **3a**				243,250

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Washington Lee University DEVELOPMENT BUILDING Lexington, VA 24450	N/A	PC	Katie Harris Storer Fund	5,000
FAISON SCHOOL FOR AUTISM 1701 BYRD AVE RICHMOND, VA 23230	N/A	PC	Annual Fund	500
VMFA FOUNDATION200 N BOULEVARD RICHMOND, VA 23220	N/A	PC	Annual Fund	25,000
Total . . . . ▶ **3a**				243,250

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
UVA JEFFERSON SCHOLAR FOUNDATION 112 CLARKE COURT CHARLOTTESVILLE, VA 22903	N/A	PC	Capital Commitment	50,000
The Nature Conservancy 490 Westfiels Road Charlottesville, VA 22901	N/A	PC	Annual Fund, Capital Commitment	30,000
Harvard Business School 117 Western Ave Allston, MA 02134	N/A	PC	Annual Fund	1,000
Total . . . . ▶ **3a**				243,250

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Drive to WorkP O Box 14526 Richmond, VA 23221	N/A	PC	Annual Fund	1,000
Warm Springs Cemetery IncP O Box 24 Warm Springs, VA 24484	N/A	Public	Restoration Fund	1,000
St Stephen's Episcopal Church 6000 Grove Avenue Richmond, VA 23226	N/A	PC	Annual Fund	500
Total . . . . ▶ **3a**				243,250

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
VCU Institute for Contemporary Art 818 W Broad Street Richmond, VA 23284	N/A	GOV	Annual Fund	1,000
Warm Springs Presbyterian Church 73 Church Drive Warm Springs, VA 24484	N/A	PC	Annual Fund	2,500
Steamboat Era Museum 156 King Carter Dr Irvington, VA 22480	N/A	PC	Annual Fund	1,000
Total . . . . ▶ **3a**				243,250

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
University of Richmond 28 Westhampton Way Univ of Richmond, VA 23173	N/A	PC	Annual Fund	20,000
Bath County Arts AssociationPOBox 974 Hot Springs, VA 24445	N/A	PC	Annual Fund	500
Richmond Christmas Mother 300 East Franklin Street Richmond, VA 23219	N/A	PC	Public Support	1,000
Total . . . . ▶ **3a**				243,250

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Junior Achievement of Richmond 7217 W Broad Street Richmond, VA 23294	N/A	PC	Annual Fund	5,000
Bath County Historical Society 99 Courthouse Hill Road Warm Springs, VA 24484	N/A	PC	Annual Fund	500
Prayers from Maria20226 Detroit Road Rocky River, OH 44116	N/A	PC	Public Support	1,000
Total . . . . ▶ **3a**				243,250

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Virginia Museum of History 428 N Arthur Ashe Blvd Richmond, VA 23220	N/A	PC	Annual Fund	1,000
Hampden- Sydney College 1 College Road Hampden Sydney, VA 23943	N/A	PC	Annual Fund	5,000
St Catherine's School 6001 Grove Avenue Richmond, VA 23226	N/A	PC	Capital Commitment	5,000
Total . . . . ▶ **3a**				243,250

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
St Christopher's School 711 St Christophers Road Richmond, VA 23229	N/A	PC	Capital Commitment	5,000
Total . . . . ▶ **3a**				243,250

TY 2019 Accounting Fees Schedule

Name: Harris Foundation
co Hiter Harris III

EIN: 54-1844579

Software ID: 19009920

Software Version: 2019v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting Fees	4,300	0	0	0

TY 2019 Investments Corporate Stock Schedule

Name: Harris Foundation
co Hiter Harris III
EIN: 54-1844579
Software ID: 19009920
Software Version: 2019v5.0

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
APPLE INC	68,928	694,776
JOHNSON & JOHNSON	9,655	21,881
ALTRIA GROUP		
AMERICAN ELEC POWER	2,786	6,427
AUTOMATIC DATA PROCESSING	1,638	7,502
EXXON	8,428	8,862
HOME DEPOT INC	3,232	14,850
INTEL CORP	6,994	14,663
J P MORGAN CHASE	9,434	29,971
MCDONALDS CORP	2,190	6,126
MERCK & CO	8,292	20,009
MICROSOFT CORP	3,737	23,340
NEXTERA ENERGY	1,256	5,812
PARKER HANNIFIN CORP	2,153	5,557
PFIZER INC	3,018	6,857
PHILIP MORRIS INTL INC	4,510	7,828
PRICE T ROWE GROUP	3,611	5,970
US BANCORP DEL	7,703	12,095
WELLS FARGO & CO	8,600	12,535
BOEING CO		
BRISTOL MYERS SQUIBB	9,119	10,591
CHUBB CORP	6,712	12,141
CME GROUP INC	3,451	9,032
HONEYWELL INTL	3,293	13,629
KIMBERLY CLARK	4,579	7,153
PROCTOR & GAMBLE CO	8,703	13,989
TEXAS INSTRUMENTS	3,264	13,342
WAL-MART STORES	4,912	7,962
WASTE MGMT INC	2,481	8,319
WEC Energy Group Inc	2,925	6,272

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CMS Energy	1,487	4,336
Dominion Resource Inc	2,552	3,561
Marsh McLennan Co	3,471	11,252
ABBVIE INC		
CISCO SYSTEMS	10,910	18,896
COMCAST CORP	8,909	15,425
CVS Health Corp		
General Mills Inc		
Lockheed Martin Corp	9,972	17,522
Eversource Energy	3,014	5,104
General Dynamics Corp		
Pepsico Inc	7,271	10,387
Time Warner Inc		
TJX Cox Inc New	2,922	4,518
Valero Energy Corp New	3,554	4,870
Northern Tr Corp	3,804	3,825
Medtronic PLC	7,019	9,076
3 M Company	6,489	6,528
/ Truist Financial	7,301	9,124
Broadcom	8,313	11,377
Chevron Corp	14,926	16,510
Dow Chem Co	4,031	4,214
Ingersoll-Rand	4,901	8,241
Lam Research Corp	5,672	10,819
Sonoco Products, Co	3,250	4,135
Stanley Black & Decker		
Suncor Energy Inc	4,430	4,330
UnitedHealth Group	2,937	5,586
A T & T Inc.	5,795	6,565
Accenture PLC	6,162	8,423

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Equity Lifestyle PPTYS		
American Tower Corp		
Coca Cola European Partners		
Lilly Eli & Company	5,678	8,543
International Paper Co.		
Disney, Walt Company	6,023	8,099
Union Pacific Corp	11,149	17,717
Cummins Inc	4,006	4,474
KLA-TENCOR CORP	5,274	9,265
Kellogg Co		
Baxter Intl	3,711	4,683
Hershey Co	2,708	3,821
Principle Financial Group	3,833	3,740
Bank New York Mellon Corp		
Ameren Corp	3,851	5,146
Conoco Phillips	9,713	9,169
General Motors		
Gilead Sciences	3,723	3,314
International Bus Machines	13,084	12,198
Packaging Corp America	1,905	1,904
Xcel Energy	4,248	5,587
Abbott Labs	3,463	3,648
Allstate Corp.	8,382	8,884
Deere & Company	4,021	4,158
M & T BK Corp	4,650	4,753
Mondelez Intl Inc.	3,910	4,957
Northrop Grumman Corp.	4,844	4,816
Target Corp.	5,488	7,308
United Parcel Service	5,440	5,853
Verizon Communications Inc.	6,997	7,122

TY 2019 Investments - Other Schedule

Name: Harris Foundation
co Hiter Harris III
EIN: 54-1844579
Software ID: 19009920
Software Version: 2019v5.0

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
PUBLIC STORAGE INC COM	AT COST		
Crown Castle Intl Corp	AT COST	2,491	4,122
Essex Ppty Tr Inc	AT COST		
Digital RLTY Tr Inc REITS	AT COST	6,308	7,065
Duke Realty Corp	AT COST		
PIMCO TOTAL RETURN FUND	AT COST	141,100	134,812
JOHN HANCOCK FDS III DISCIPLINED	AT COST		
IShares Russell 1000 Growth	AT COST	87,431	233,094
Vanguard Mid-Cap ETF	AT COST	174,501	222,725
IShares Russell 2000 Value ETF	AT COST	66,620	85,506
Invesco Intl Growth Fund	AT COST	78,479	71,735
Oppenheimer Intl Growth Fund	AT COST		
SPDR Barclays	AT COST	80,202	69,640
DB X-Trackers MSCI EAFE	AT COST	85,377	96,780
Lyondellbasell Industries NV	AT COST		
Vanguard Small-Cap Growth Viper	AT COST	82,305	127,168
United Technologies Corp	AT COST		
Vanguard FTSE Emerging Mkts	AT COST	61,659	62,036
The Children's Investment Fund	AT COST	285,000	539,306
Boston Partners	AT COST		

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TY 2019 Other Assets Schedule

Name: Harris Foundation

co Hiter Harris III

EIN: 54-1844579

Software ID: 19009920

Software Version: 2019v5.0

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Accrued Interest	1,560	1,708	
Unpaid Dividends Declared			1,708

TY 2019 Other Decreases Schedule

Name: Harris Foundation
co Hiter Harris III

EIN: 54-1844579

Software ID: 19009920

Software Version: 2019v5.0

Description	Amount
Investment Basis Adjustments- Crown Castle	420

TY 2019 Other Expenses Schedule

Name: Harris Foundation
co Hiter Harris III
EIN: 54-1844579
Software ID: 19009920
Software Version: 2019v5.0

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LIFE INSURANCE	22,280			

TY 2019 Other Professional Fees Schedule

Name: Harris Foundation

co Hiter Harris III

EIN: 54-1844579

Software ID: 19009920

Software Version: 2019v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bank Charges	9,056	9,056	0	0
Management Fees	1,828	1,828	0	0
State Corporation Commission	25	25	0	0