

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

Name of foundation THE WILLIAMS FAMILY FOUNDATION		A Employer identification number 54-1861951	
Number and street (or P.O. box number if mail is not delivered to street address) 2789 HARTLAND ROAD		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code FALLS CHURCH, VA 22043		B Telephone number (see instructions) (912) 764-6951	
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) ▶\$ 4,823,476		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	84,646			
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	17,582	17,582		
	4 Dividends and interest from securities	59,524	59,524		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	132,249			
	b Gross sales price for all assets on line 6a _____ 531,366				
	7 Capital gain net income (from Part IV, line 2)		132,249		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	22,337	20,966		
	12 Total. Add lines 1 through 11	316,338	230,321		
	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)	6,218	4,974		1,244
	c Other professional fees (attach schedule)	28,235	28,235		
	17 Interest	646	646		
	18 Taxes (attach schedule) (see instructions)	17,200	17,175		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	2,159	2,159		
	24 Total operating and administrative expenses. Add lines 13 through 23	54,458	53,189		1,244
	25 Contributions, gifts, grants paid	191,000			191,000
	26 Total expenses and disbursements. Add lines 24 and 25	245,458	53,189		192,244
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	70,880			
	b Net investment income (if negative, enter -0-)		177,132		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	1,543,182	1,867,691	1,867,691
	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)	2,509,555	2,131,329	2,832,336
	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)	125,625	123,449	123,449
	14 Land, buildings, and equipment: basis ▶ _____ 1,156 Less: accumulated depreciation (attach schedule) ▶ _____ 1,156			
15 Other assets (describe ▶ _____)	563			
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	4,178,925	4,122,469	4,823,476	
Liabilities	17 Accounts payable and accrued expenses		5,395	
	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 ▶ _____)	102,050	102,050	
	23 Total liabilities (add lines 17 through 22)	102,050	107,445	
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	4,076,875	4,015,024	
	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			
	29 Total net assets or fund balances (see instructions)	4,076,875	4,015,024	
30 Total liabilities and net assets/fund balances (see instructions) .	4,178,925	4,122,469		

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	4,076,875
2 Enter amount from Part I, line 27a	2	70,880
3 Other increases not included in line 2 (itemize) ▶ _____	3	
4 Add lines 1, 2, and 3	4	4,147,755
5 Decreases not included in line 2 (itemize) ▶ _____	5	132,731
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	6	4,015,024

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	132,249
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	676

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	179,802	4,045,947	0.044440
2017	149,479	3,812,852	0.039204
2016	139,262	3,046,572	0.045711
2015	130,392	2,967,960	0.043933
2014	103,296	2,619,437	0.039434

2 Total of line 1, column (d)	2	0.212722
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	0.042544
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	4,645,357
5 Multiply line 4 by line 3	5	197,632
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,771
7 Add lines 5 and 6	7	199,403
8 Enter qualifying distributions from Part XII, line 4	8	192,244

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	3,543
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	3,543
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	3,543
6	Credits/Payments:		
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	10,200
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	10,200
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached.	8	60
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	6,597
11	Enter the amount of line 10 to be: Credited to 2020 estimated tax 6,597 Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. (2) On foundation managers.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes	
b If "Yes," has it filed a tax return on Form 990-T for this year?	Yes	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		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?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ VA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the taxable year beginning in 2019? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	Yes	
14	The books are in care of ▶ <u>FRANK E WILLIAMS III</u> Telephone no. ▶ <u>(912) 764-6951</u>			

Located at ▶ PO BOX 4004 MERRIFIELD VAZIP+4 ▶ 22116

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ▶	16	Yes	No

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. ▶ ☐	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019?	1c	
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	No
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
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
H ARTHUR WILLIAMS PO BOX 4004 MERRIFIELD, VA 22116	PRESIDENT 0.25	0	0	0
DANIEL K MULLER PO BOX 4004 MERRIFIELD, VA 22116	SECRETARY 0.25	0	0	0
FRANK E WILLIAMS III PO BOX 4004 MERRIFIELD, VA 22116	VP/TREASURER 0.25	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				

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 N/A	
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	2,744,927
b	Average of monthly cash balances.	1b	1,737,436
c	Fair market value of all other assets (see instructions).	1c	233,735
d	Total (add lines 1a, b, and c).	1d	4,716,098
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	4,716,098
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	70,741
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,645,357
6	Minimum investment return. Enter 5% of line 5.	6	232,268

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	232,268
2a	Tax on investment income for 2019 from Part VI, line 5.	2a	3,543
b	Income tax for 2019. (This does not include the tax from Part VI.).	2b	
c	Add lines 2a and 2b.	2c	3,543
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	228,725
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	228,725
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	228,725

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	192,244
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	192,244
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	192,244

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				228,725
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only.			182,175	
b Total for prior years: 20____, 20____, 20____				
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.				
4 Qualifying distributions for 2019 from Part XII, line 4: ► \$ <u>192,244</u>				
a Applied to 2018, but not more than line 2a			182,175	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2019 distributable amount.				10,069
e Remaining amount distributed out of corpus				
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				
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.				218,656
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).				
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a.				
10 Analysis of line 9:				
a Excess from 2015.				
b Excess from 2016.				
c Excess from 2017.				
d Excess from 2018.				
e Excess from 2019.				

Part XIV 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)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2019	(b) 2018	(c) 2017	(d) 2016	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
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).) H ARTHUR WILLIAMS	
b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions	
a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed: FRANK WILLIAMS III PO BOX 4004 MERRIFIELD, VA 22116 (912) 764-6951	
b The form in which applications should be submitted and information and materials they should include: NONE	
c Any submission deadlines: NONE	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors: NONE	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	191,000
b <i>Approved for future payment</i>				
Total			3b	

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 _____	900099					
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	17,582		
4 Dividends and interest from securities.			14	59,524		
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.	900099	1,371	15	4	20,962	
8 Gain or (loss) from sales of assets other than inventory			18	132,249		
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).		1,371		209,359	20,962	
13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations.)					231,692	

[illegible]

Part XVII

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

[illegible]

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

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

Sign Here 		
*****	2020-11-10	*****
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
	EDWIN G HILL		2020-11-10		P00744480
	Firm's name ▶ DABBS HICKMAN HILL & CANNON LLP				Firm's EIN ▶ 58-1137570
	Firm's address ▶ 319 S MAIN ST STATESBORO, GA 304580716				Phone no. (912) 764-6951

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
BB&T CORP	P	2006-12-14	2019-07-31
BCS CONTINGENT	P	2017-11-17	2019-11-21
BLOCKBUSTER INC.	P	2012-04-13	2019-12-27
THORNBURG MORTGAGE ASSET	P	2008-10-07	2019-12-31
ALTRIA GROUP INC	P	2017-12-31	2019-07-30
PARTNERSHIPS S/T GAIN	P	2019-01-01	2019-12-31
INTL BUSINESS MACHINES CORP COM	P	2017-12-31	2019-05-08
PARTNERSHIPS L/T GAIN	P	2019-01-01	2019-12-31
PHILIP MORRIS INTL INC COM	P	2017-12-31	2019-07-30
UNRECAPTURED 1250 GAIN	P	2019-01-01	2019-12-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
10,120		8,020	2,100
100,000		100,000	
7,420			7,420
		4,626	-4,626
2,888		4,438	-1,550
554			554
9,670		11,629	-1,959
175			175
2,998		3,825	-827
153			153

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	
			2,100
			7,420
			-4,626
			-1,550
			554
			-1,959
			175
			-827
			153

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
GLOBAL PMTS INC COM	P	1998-05-22	2019-10-25
1231 LOSS	P	2019-01-01	2019-12-31
ATLANTIC UN BANKSHARES	P	2007-07-31	2019-07-31
FREEDOM BANK VA	P	2006-12-31	2019-07-31
OBSIDIAN ENERGY LTD	P	2014-10-15	2019-06-07
REGIONS FINANCIAL	P	2008-07-14	2019-07-31
SANDY SPRINGS BANCORP	P	2001-12-21	2019-07-31
SYNOVUS	P	1996-01-22	2019-07-31
UNITED BANKSHARES INC	P	2008-02-26	2019-07-31
WESBANCO	P	2007-11-21	2019-11-26

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)
126			126
		31	-31
14,417		3,585	10,832
7,695		4,509	3,186
1		30	-29
16,002		7,590	8,412
36,499			36,499
30,794			30,794
11,377		825	10,552
21		9	12

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	
			126
			-31
			10,832
			3,186
			-29
			8,412
			36,499
			30,794
			10,552
			12

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

List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
JPM CONTINGENT	P	2017-09-29	2019-07-03

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
250,000		250,000	

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	Adjusted basis (j) as of 12/31/69	Excess of col. (i) (k) over col. (j), if any	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ADVOCATES INTERNATIONAL 2920 KING STREET ALEXANDRIA, VA 223023512		PC	RELIGIOUS LEGAL AID SUPPORT	2,500
ALEXANDER THARPE FUND 150 BOBBY DODD WAY NW ATLANTA, GA 303320455		PC	ATHLETIC SCHOLARSHIPS	15,000
AMERICAN CANCER SOCIETY PO BOX 1749 VIENNA, VA 221831749		PC	CANCER RESEARCH, EDUCATION & SUPPORT	2,000
Total ▶ 3a				191,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVENUE DALLAS, TX 75231		PC	MEDICAL RESEARCH AND EDUCATION	6,000
AMERICAN LIVER FOUNDATION 39 BROADWAY SUITE 2700 NEW YORK, NY 100063003		PC	PRIMARY SCLEROSING CHOLANGITIS RES.	6,000
BAPTIST BIBLE HOURPO BOX 17037 CINCINNATI, OH 452170037		PC	RELIGIOUS MINISTRY	2,000
Total ▶ 3a				191,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BIG BROTHERS BIG SISTERS OF CEN VA 2901 LANGHORNE ROAD LYNCHBURG, VA 24501		PC	MENTORING SERVICES	500
BIG OAK RANCHPO BOX 507 SPRINGVILLE, AL 35146		PC	CHRISTIAN CHILDREN'S HOME	1,000
CARDINAL GIBBONS HIGH SCHOOL 2900 NE 47TH STREET FORT LAUDERDALE, FL 33308		PC	TUITION SUPPORT & ACADEMIC PROGRAMS	3,000
Total ▶ 3a				191,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHARLES CARRIN MINISTRIES INC PO BOX 800 BOYNTON BEACH, FL 334250800		PC	RELIGIOUS MINISTRY	600
THE COMMITTEE FOR HELPING OTHERS PO BOX 233 VIENNA, VA 22183		PC	FOOD COMMITTEE	1,000
CURE ALZHEIMER'S FUND 34 WASHINGTON ST STE 310 WELLESLEY HILLS, MA 02481		PC	GRANTS TO ALZHEIMER'S RESEARCHERS	1,000
Total ▶ 3a				191,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DISCIPLING MINISTRIES INTERNATIONAL PO BOX 69 CULLODEN, GA 31016		PC	RELIGIOUS MINISTRY	6,500
FIGURE SKATING IN HARLEM 361 W 12TH ST 4TH FLOOR NEW YORK, NY 10027		PC	EDUCATION & LEADERSHIP	2,000
FIVE TALENTS USAPO BOX 331 VIENNA, VA 22183		PC	EDUCATION & ECONOMIC DEVELOPMENT	2,000
Total ▶ 3a				191,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FOOD FOR OTHERS 2938 PROSPERITY AVENUE FAIRFAX, VA 22031		PC	GROCERIES FOR FOOD INSECURE FAMILIES	1,000
GEORGIA TECH FOUNDATION 177 NORTH AVENUE NW ATLANTA, GA 303320220		PC	ACADEMIC ENDOWMENT FUNDS	30,000
GVBR-FCA BABE RUTH BASEBALL PO BOX 250 VIENNA, VA 22183		PC	TEAM SPONSORSHIPS	2,000
Total ▶ 3a				191,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HOBOKEN GRACE301 GARDEN STREET HOBOKEN, NJ 07030		PC	RELIGIOUS	1,000
HUMANE SOCIETY OF FAIRFAX COUNTY 4057 CHAIN BRIDGE ROAD FAIRFAX, VA 22030		PC	ANIMAL WELFARE	3,000
INDEPENDENT BAPTIST MISSION PO BOX 912 MARIETTA, OH 45750		PC	BUILDING LOCAL ASIAN CHURCHES	1,000
Total ▶ 3a				191,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LOMBARDI PATIENT ASSISTANCE FUND 3800 RESERVOIR ROAD NW WASHINGTON, DC 20057		PC	GRANTS FOR PATIENT CARE	5,500
MICHAEL J FOX FOUNDATION PO BOX 4777 NEW YORK, NY 10163		PC	PARKINSON'S RESEARCH & DRUG DEV.	2,000
MONETA FIRE DEPARTMENT 12737 OLD MONETA ROAD MONETA, VA 24121		PC	PUBLIC SAFETY	500
Total ▶ 3a				191,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MT OLIVE PRIMITIVE BAPTIST CHURCH 3106 RED ROACK ROAD ROANOKE, VA 24015		PC	RELIGIOUS	500
NORTHERN VA PRIMITIVE BAPTIST CHURC 9640 BLAKE LANE FAIRFAX, VA 22031		PC	RELIGIOUS	18,000
NOVA FCA BASEBALL 8925 LEESBURG PIKE VIENNA, VA 22182		PC	CHRISTIAN MINISTRY THROUGH ATHLETICS	5,000
Total ▶ 3a				191,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ORGANIZATION FOR AUTISM RESEARCH 2111 WILSON BLVD STE 401 ARLINGTON, VA 22201		PC	RESEARCH & SCHOLARSHIPS	6,000
OUR LADY OF GOOD COUNSEL CATHOLIC 8601 WOLFTRAP ROAD VIENNA, VA 22182		PC	RELIGIOUS	3,000
PEDIATRIC BRAIN TUMOR FOUNDATION 302 RIDGEFIELD COURT ASHEVILLE, NC 28806		PC	RESEARCH AND FAMILY SUPPORT	1,000
Total			▶ 3a	191,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PRAESPERO GROUP 250 WYLDEROSE COMMONS MIDLOTHIAN, VA 23113		PC	PEDIATRIC INFUSION ROOMS	500
PRIMITIVE BAPTIST FOUNDATION INC PO BOX 595 ROSWELL, GA 30077		PC	HAITI MISSION WORK & LIBRARY ARCHIVE	11,400
SAFEPROJECT3118 WASHINGTON BLVD ARLINGTON, VA 22201		PC	ADDICTION TREATMENT AND RESOURCES	3,000
Total ▶ 3a				191,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE SALVATION ARMY 2626 PENNSYLVANIA AVE NW WASHINGTON, DC 20037		PC	NATIONAL CAPITAL AREA COMMAND	1,000
SAUNDERS VOLUNTEER FIRE CO PO BOX 14 HUDDLESTON, VA 24104		PC	PUBLIC SAFETY	250
SIGN OF THE TIMES ART CENTER 605 56TH STREET NE WASHINGTON, DC 20019		PC	CULTURAL ART PROGRAMS	250
Total ▶ 3a				191,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SMITH MOUNTAIN LAKE MARINE FIRE PO BOX 899 HARDY, VA 241010899		PC	PUBLIC SAFETY	500
ST SCHOLASTICA PRIORYPO BOX 606 PETERSHAM, MA 013660606		PC	RELIGIOUS	500
STATESBORO PRIMITIVE BAPTIST CHURCH 4 SOUTH ZETTEROWER AVE STATESBORO, GA 30458		PC	RELIGIOUS	2,000
Total ▶ 3a				191,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SYRACUSE UNIVERSITY 820 COMSTOCK AVENUE SYRACUSE, NY 13244		PC	EDUCATIONAL	5,500
TEAM RUBICON 6171 W CENTURY BLVD 310 LOS ANGELES, CA 90045		PC	NATURAL DISASTER RELIEF & RESPONSE	5,000
THE LAMB CENTER 3160 CAMPBELL DRIVE FAIRFAX, VA 22031		PC	COUNSELING CENTER OUTREACH MINISTRY	3,000
Total ► 3a				191,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE V FOUNDATION 14600 WESTON PARKWAY CARY, NC 27513		PC	CANCER RESEARCH	5,000
TRINITY CHRISTIAN SCHOOL 11204 BRADDOCK ROAD FAIRFAX, VA 22030		PC	RELIGIOUS EDUCATION	2,500
VIENNA BASEBALL FOUNDATION INC 1921 GALLOWS RD STE 750 VIENNA, VA 22182		PC	YOUTH ATHLETICS TOURNAMENTS	3,000
Total ▶ 3a				191,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
VIENNA LITTLE LEAGUE 1319 ROSS DRIVE SW VIENNA, VA 22180		PC	YOUTH ATHLETICS SPONSORSHIPS	5,000
VIENNA VOLUNTEER FIRE DEPARTMENT 400 CENTER ST SOUTH VIENNA, VA 221831115		PC	PUBLIC SAFETY	2,000
VIENNA YOUTH INC 9521 LEEMAY STREET VIENNA, VA 22182		PC	YOUTH ATHLETICS & SCHOLARSHIPS	2,500
Total ▶ 3a				191,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WASHINGTON NATIONALS DREAM FOUND 1500 SOUTH CAPITOL ST SE WASHINGTON, DC 20003		PC	YOUTH PROGRAMS	5,000
WAYMARK MINISTRIES 185 REMSEN AVENUE BROOKLYN, NY 11212		PC	RELIGIOUS MINISTRY	1,500
WESTMINSTER CHRISTIAN FELLOWSHIP 724 TECHWOOD DRIVE ATLANTA, GA 30313		PC	CAMPUS OUTREACH	1,000
Total ▶ 3a				191,000

TY 2019 Accounting Fees Schedule**Name:** THE WILLIAMS FAMILY FOUNDATION**EIN:** 54-1861951

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	6,218	4,974		1,244

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

TY 2019 Depreciation Schedule

Name: THE WILLIAMS FAMILY FOUNDATION

EIN: 54-1861951

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
START-UP EXPENSES	1997-10-15	1,156	1,156	S/L	5.0000				

TY 2019 Investments Corporate Stock Schedule

Name: THE WILLIAMS FAMILY FOUNDATION

EIN: 54-1861951

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INVESTMENTS - PURCHASED	1,394,816	2,008,666
INVESTMENTS-CONTRIBUTED	736,513	823,670

TY 2019 Investments - Other Schedule**Name:** THE WILLIAMS FAMILY FOUNDATION**EIN:** 54-1861951**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
INV IN ATEGRA COMMUNITY FINANC	AT COST	53,412	53,412
INV IN PRUDENT CAPITAL II, LP	AT COST	27,858	27,858
INV IN COMPASS POINT PTRS	AT COST	42,179	42,179

TY 2019 Land, Etc. Schedule

Name: THE WILLIAMS FAMILY FOUNDATION

EIN: 54-1861951

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
START UP COSTS	1,156	1,156		

TY 2019 Other Assets Schedule

Name: THE WILLIAMS FAMILY FOUNDATION

EIN: 54-1861951

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INTEREST AND DIVIDENDS RECEIVABLE	563		

TY 2019 Other Decreases Schedule

Name: THE WILLIAMS FAMILY FOUNDATION
EIN: 54-1861951

Description	Amount
BOOK/TAX DIFFERENCE	132,731

TY 2019 Other Expenses Schedule**Name:** THE WILLIAMS FAMILY FOUNDATION**EIN:** 54-1861951**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INVESTMENT EXPENSES	1,833	1,833		
FOREIGN TAXES	233	233		
BANK FEES	93	93		

TY 2019 Other Income Schedule**Name:** THE WILLIAMS FAMILY FOUNDATION**EIN:** 54-1861951**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CASH IN LIEU	22	22	
MISCELLANEOUS INCOME	20,940	20,940	
K-1 PASSTHROUGH UBIT	1,371		
ROYALTY INCOME	4	4	

TY 2019 Other Liabilities Schedule**Name:** THE WILLIAMS FAMILY FOUNDATION**EIN:** 54-1861951

Description	Beginning of Year - Book Value	End of Year - Book Value
PRUDENT INSTALLMENT AGREEMENT	25,000	25,000
LOAN PAYABLE	77,050	77,050

TY 2019 Other Professional Fees Schedule**Name:** THE WILLIAMS FAMILY FOUNDATION**EIN:** 54-1861951

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	28,235	28,235		

TY 2019 Taxes Schedule**Name:** THE WILLIAMS FAMILY FOUNDATION**EIN:** 54-1861951

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LICENSES	25			
TAXES-OTHER	17,175	17,175		

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Go to <u>www.irs.gov/Form990</u> for the latest information.	OMB No. 1545-0047
		2019
Name of the organization THE WILLIAMS FAMILY FOUNDATION		Employer identification number 54-1861951

Organization type (check one):

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization
THE WILLIAMS FAMILY FOUNDATION

Employer identification number
54-1861951

Part I

Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ART WILLIAMS 2766 OAKTON PLANTATION LANE VIENNA, VA 22181	\$ 10,068	☐ Person ☐ Payroll ☒ Noncash (Complete Part II for noncash contributions.)
2	BILLIE WILLIAMS 2773 CODY ROAD VIENNA, VA 22181	\$ 60,040	☐ Person ☐ Payroll ☒ Noncash (Complete Part II for noncash contributions.)
3	PAULA WILLIAMS 2439 LUCKETT AVENUE VIENNA, VA 22180	\$ 14,538	☐ Person ☐ Payroll ☒ Noncash (Complete Part II for noncash contributions.)
.		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
.		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)
.		\$	☐ Person ☐ Payroll ☐ Noncash (Complete Part II for noncash contributions.)

Name of organization THE WILLIAMS FAMILY FOUNDATION	Employer identification number 54-1861951
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Part II			
Noncash Property			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
<u>1</u>	55 SHARES GLOBAL PAYMENT INC	\$ 10,068	2019-12-23
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
<u>2</u>	328 SHARES GLOBAL PAYMENTS INC	\$ 60,040	2019-12-23
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
<u>3</u>	80 SHARES GLOBAL PAYMENT INC	\$ 14,538	2019-12-23
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
-		\$	

Employer identification number

54-1861951

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ► \$ _____
Use duplicate copies of Part III if additional space is needed.

Schedule B (Form 990, 990-EZ, or 990-PF) (2019)