

KEITER, STEPHENS, HURST, GARY & SHREAVES, PC
4401 DOMINION BLVD
GLEN ALLEN, VA 23060

THE COMMUNITY FOUNDATION, INC.
3409 W MOORE STREET
RICHMOND, VA 23230-4443

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CLIENT'S COPY

KEITER
4401 DOMINION BOULEVARD
GLEN ALLEN, VIRGINIA 23060

NOVEMBER 13, 2018

THE COMMUNITY FOUNDATION, INC.
3409 W MOORE STREET
RICHMOND, VA 23230-4443

THE COMMUNITY FOUNDATION, INC.:

ENCLOSED ARE THE ORGANIZATION'S 2017 EXEMPT ORGANIZATION RETURNS. THE STATE EXEMPT ORGANIZATION RETURN IS ALSO ENCLOSED. THESE SHOULD BE SIGNED, DATED, AND MAILED, AS INDICATED.

SPECIFIC FILING INSTRUCTIONS ARE AS FOLLOWS.

FORM 990 RETURN:

THIS RETURN HAS BEEN PREPARED FOR ELECTRONIC FILING. IF YOU WISH TO HAVE IT TRANSMITTED ELECTRONICALLY TO THE IRS, PLEASE SIGN, DATE, AND RETURN FORM 8879-EO TO OUR OFFICE. WE WILL THEN SUBMIT THE ELECTRONIC RETURN TO THE IRS. DO NOT MAIL A PAPER COPY OF THE RETURN TO THE IRS. RETURN FORM 8879-EO TO US BY NOVEMBER 15, 2018.

FORM 990-T RETURN:

FORM 990-T HAS AN OVERPAYMENT OF \$146,870. THE ENTIRE OVERPAYMENT HAS BEEN APPLIED TO THE ESTIMATED TAX PAYMENTS.

NO AMOUNT IS DUE ON FORM 990-T.

PLEASE SIGN AND MAIL ON OR BEFORE NOVEMBER 15, 2018.

MAIL TO - DEPARTMENT OF THE TREASURY
INTERNAL REVENUE SERVICE CENTER
OGDEN, UT 84201-0027

VIRGINIA FORM 500 RETURN:

THE VIRGINIA FORM 500 HAS BEEN PREPARED FOR ELECTRONIC FILING. IF YOU WISH TO HAVE IT TRANSMITTED ELECTRONICALLY TO THE VADOT, PLEASE SIGN, DATE AND RETURN VA-8879C TO OUR OFFICE. WE WILL THEN SUBMIT THE ELECTRONIC RETURN TO THE VADOT. DO NOT MAIL THE PAPER COPY OF THE RETURN TO THE VADOT.

NO PAYMENT IS REQUIRED.

YOUR OVERPAYMENT IN THE AMOUNT OF \$35,036.00 HAS BEEN APPLIED TO YOUR VIRGINIA ESTIMATED TAX.

COPIES OF ALL THE RETURNS ARE ENCLOSED FOR YOUR FILES. WE SUGGEST THAT YOU RETAIN THESE COPIES INDEFINITELY.

VERY TRULY YOURS,

VIRGINIA R. BELCHER

TAX RETURN FILING INSTRUCTIONS

FORM 990

FOR THE YEAR ENDING
DECEMBER 31, 2017

Prepared for	THE COMMUNITY FOUNDATION, INC. 3409 W MOORE STREET RICHMOND, VA 23230-4443
Prepared by	KEITER, STEPHENS, HURST, GARY & SHREAVES, PC 4401 DOMINION BLVD GLEN ALLEN, VA 23060
Amount due or refund	NOT APPLICABLE
Make check payable to	NOT APPLICABLE
Mail tax return and check (if applicable) to	NOT APPLICABLE
Return must be mailed on or before	NOT APPLICABLE
Special Instructions	THIS RETURN HAS BEEN PREPARED FOR ELECTRONIC FILING. IF YOU WISH TO HAVE IT TRANSMITTED ELECTRONICALLY TO THE IRS, PLEASE SIGN, DATE, AND RETURN FORM 8879-EO TO OUR OFFICE. WE WILL THEN SUBMIT THE ELECTRONIC RETURN TO THE IRS. DO NOT MAIL A PAPER COPY OF THE RETURN TO THE IRS. RETURN FORM 8879-EO TO US BY NOVEMBER 15, 2018.

Form **8879-EO**

IRS e-file Signature Authorization for an Exempt Organization

OMB No. 1545-1878

For calendar year 2017, or fiscal year beginning _____, 2017, and ending _____, 20__

2017

Department of the Treasury
Internal Revenue Service

▶ **Do not send to the IRS. Keep for your records.**
▶ **Go to www.irs.gov/Form8879EO for the latest information.**

Name of exempt organization

Employer identification number

THE COMMUNITY FOUNDATION, INC.

23-7009135

Name and title of officer

**SHERRIE B. ARMSTRONG
PRESIDENT AND CEO**

Part I Type of Return and Return Information (Whole Dollars Only)

Check the box for the return for which you are using this Form 8879-EO and enter the applicable amount, if any, from the return. If you check the box on line **1a, 2a, 3a, 4a, or 5a**, below, and the amount on that line for the return being filed with this form was blank, then leave line **1b, 2b, 3b, 4b, or 5b**, whichever is applicable, blank (do not enter -0-). But, if you entered -0- on the return, then enter -0- on the applicable line below. **Do not** complete more than 1 line in Part I.

1a Form 990 check here ▶ <input checked="" type="checkbox"/>	b Total revenue , if any (Form 990, Part VIII, column (A), line 12)	1b <u>38,952,342.</u>
2a Form 990-EZ check here ▶ <input type="checkbox"/>	b Total revenue , if any (Form 990-EZ, line 9)	2b _____
3a Form 1120-POL check here ▶ <input type="checkbox"/>	b Total tax (Form 1120-POL, line 22)	3b _____
4a Form 990-PF check here ▶ <input type="checkbox"/>	b Tax based on investment income (Form 990-PF, Part VI, line 5)	4b _____
5a Form 8868 check here ▶ <input type="checkbox"/>	b Balance Due (Form 8868, line 3c)	5b _____

Part II Declaration and Signature Authorization of Officer

Under penalties of perjury, I declare that I am an officer of the above organization and that I have examined a copy of the organization's 2017 electronic return and accompanying schedules and statements and to the best of my knowledge and belief, they are true, correct, and complete. I further declare that the amount in Part I above is the amount shown on the copy of the organization's electronic return. I consent to allow my intermediate service provider, transmitter, or electronic return originator (ERO) to send the organization's return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission, (b) the reason for any delay in processing the return or refund, and (c) the date of any refund. If applicable, I authorize the U.S. Treasury and its designated Financial Agent to initiate an electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the organization's federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment. I have selected a personal identification number (PIN) as my signature for the organization's electronic return and, if applicable, the organization's consent to electronic funds withdrawal.

Officer's PIN: check one box only

I authorize KEITER, STEPHENS, HURST, GARY & SHREAVES, PC to enter my PIN 23226
ERO firm name Enter five numbers, but do not enter all zeros

as my signature on the organization's tax year 2017 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I also authorize the aforementioned ERO to enter my PIN on the return's disclosure consent screen.

As an officer of the organization, I will enter my PIN as my signature on the organization's tax year 2017 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I will enter my PIN on the return's disclosure consent screen.

Officer's signature ▶ _____ Date ▶ _____

Part III Certification and Authentication

ERO's EFIN/PIN. Enter your six-digit electronic filing identification number (EFIN) followed by your five-digit self-selected PIN.

54522423060

Do not enter all zeros

I certify that the above numeric entry is my PIN, which is my signature on the 2017 electronically filed return for the organization indicated above. I confirm that I am submitting this return in accordance with the requirements of **Pub. 4163**, Modernized e-File (MeF) Information for Authorized IRS e-file Providers for Business Returns.

ERO's signature ▶ _____ Date ▶ _____

**ERO Must Retain This Form - See Instructions
Do Not Submit This Form to the IRS Unless Requested To Do So**

LHA For Paperwork Reduction Act Notice, see instructions.

Form **8879-EO** (2017)

723051 10-11-17

Return of Organization Exempt From Income Tax
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

▶ Do not enter social security numbers on this form as it may be made public.
▶ Go to www.irs.gov/Form990 for instructions and the latest information.

A For the 2017 calendar year, or tax year beginning and ending

B Check if applicable: <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return/terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization THE COMMUNITY FOUNDATION, INC.		D Employer identification number 23-7009135
	Doing business as		E Telephone number (804) 330-7400
	Number and street (or P.O. box if mail is not delivered to street address)	Room/suite	
	3409 W MOORE STREET		G Gross receipts \$ 59,080,057.
City or town, state or province, country, and ZIP or foreign postal code RICHMOND, VA 23230-4443		H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
F Name and address of principal officer: SHERRIE B. ARMSTRONG SAME AS C ABOVE		H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No	
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		If "No," attach a list. (see instructions)	
J Website: WWW.CFRICHMOND.ORG		H(c) Group exemption number ▶	
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		L Year of formation: 1968	M State of legal domicile: VA

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: TO SERVE AND INSPIRE PEOPLE TO BUILD PHILANTHROPY FOR OUR REGION AND TO ENGAGE IN OUR COMMUNITY.		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	21
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	21
	5 Total number of individuals employed in calendar year 2017 (Part V, line 2a)	5	45
	6 Total number of volunteers (estimate if necessary)	6	358
	7 a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
b Net unrelated business taxable income from Form 990-T, line 34	7b	-1,298,119.	
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	9 Program service revenue (Part VIII, line 2g)	29,880,515.	26,998,739.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	0.	0.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	14,724,993.	11,931,328.
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	10,065.	22,275.
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	44,615,573.	38,952,342.
	14 Benefits paid to or for members (Part IX, column (A), line 4)	32,166,122.	30,773,606.
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	0.	0.
	16a Professional fundraising fees (Part IX, column (A), line 11e)	3,061,505.	3,437,902.
	b Total fundraising expenses (Part IX, column (D), line 25) ▶ 1,120,833.	0.	0.
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	5,691,262.	6,715,626.
	18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	40,918,889.	40,927,134.
19 Revenue less expenses. Subtract line 18 from line 12	3,696,684.	-1,974,792.	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year	End of Year
	21 Total liabilities (Part X, line 26)	492,092,439.	543,920,142.
	22 Net assets or fund balances. Subtract line 21 from line 20	62,430,041.	67,706,195.
		429,662,398.	476,213,947.

Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer		Date
	SHERRIE B. ARMSTRONG, PRESIDENT AND CEO		
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date
	VIRGINIA R. BELCHER		
	Firm's name ▶ KEITER, STEPHENS, HURST, GARY & SHREAVES, PC	Firm's EIN ▶ 54-1631262	Check if self-employed <input type="checkbox"/>
Firm's address ▶ 4401 DOMINION BLVD GLEN ALLEN, VA 23060		Phone no. (804) 747-0000	

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III [X]

1 Briefly describe the organization's mission: THE COMMUNITY FOUNDATION SERVES AND INSPIRES PEOPLE TO BUILD PHILANTHROPY FOR OUR REGION AND TO ENGAGE IN OUR COMMUNITY.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [] Yes [X] No

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [] Yes [X] No

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses.

4a (Code:) (Expenses \$ 10,482,976. including grants of \$ 9,376,718.) (Revenue \$) HEALTH & WELLNESS: COMMUNITY MEMBERS ARE SAFE AND HEALTHY.

4b (Code:) (Expenses \$ 7,369,390. including grants of \$ 6,591,706.) (Revenue \$) EDUCATIONAL SUCCESS: YOUNG PEOPLE ACHIEVE IN SCHOOL, ENGAGE IN THEIR COMMUNITY, AND ARE PREPARED FOR THE WORKFORCE.

4c (Code:) (Expenses \$ 7,328,105. including grants of \$ 6,554,778.) (Revenue \$) CULTURAL VIBRANCY: COMMUNITY MEMBERS HAVE ACCESS TO AND AN APPRECIATION FOR ARTS AND CULTURAL OPPORTUNITIES.

4d Other program services (Describe in Schedule O.) (Expenses \$ 9,223,780. including grants of \$ 8,250,404.) (Revenue \$)

4e Total program service expenses 34,404,251.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>	X	
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>	X	
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>	X	
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	X	
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>	X	
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>	X	
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>	X	
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i>		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X

Part IV Checklist of Required Schedules (continued)

	Yes	No
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	X	
22 Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	X	
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	X	
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If "Yes," complete Schedule L, Part II</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>	X	
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>	X	
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	X	
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19?	X	

Note. All Form 990 filers are required to complete Schedule O

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

X

Table with columns for question numbers (1a-14b), Yes/No checkboxes, and numerical responses (104, 0, 45, 1). Includes questions about Form 1096, Form W-2G, Form W-3, and various tax compliance items.

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.		
	1a 21		
b	Enter the number of voting members included in line 1a, above, who are independent		
	1b 21		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Did the organization have members or stockholders?		X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a	The governing body?	X	
b	Each committee with authority to act on behalf of the governing body?	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?		X
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	X	
b	Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	X	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	X	
13	Did the organization have a written whistleblower policy?	X	
14	Did the organization have a written document retention and destruction policy?	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a	The organization's CEO, Executive Director, or top management official	X	
b	Other officers or key employees of the organization	X	
	If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).		
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed **NONE**
- 18** Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website Another's website Upon request Other (explain in Schedule O)
- 19** Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20** State the name, address, and telephone number of the person who possesses the organization's books and records: **SHERRIE B. ARMSTRONG, PRESIDENT & CEO - (804) 330-7400**
3409 W MOORE STREET, RICHMOND, VA 23230-4443

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) CHRISTY COTTRELL DIRECTOR	0.50	X					0.	0.	0.	
(2) THOMAS N. CHEWNING DIRECTOR	0.50	X					0.	0.	0.	
(3) THOMAS S. GAYNER CHAIRMAN	1.00	X		X			0.	0.	0.	
(4) LAWRENCE L. GRAY DIRECTOR	0.50	X					0.	0.	0.	
(5) KRISTEN FRANCES HAGER DIRECTOR	0.50	X					0.	0.	0.	
(6) DIANNE L. REYNOLDS-CANE, MD DIRECTOR	0.50	X					0.	0.	0.	
(7) JENNIFER HUNTER DIRECTOR	0.50	X					0.	0.	0.	
(8) JOHN E. KEMPER DIRECTOR	0.50	X					0.	0.	0.	
(9) ROBERT C. SLEDD TREASURER	1.00	X		X			0.	0.	0.	
(10) KIRK TATTERSALL DIRECTOR	0.50	X					0.	0.	0.	
(11) AUSTIN BROCKENBROUGH, IV DIRECTOR	0.50	X					0.	0.	0.	
(12) JOHN A. LUKE, JR. DIRECTOR	0.50	X					0.	0.	0.	
(13) DEE ANN REMO SECRETARY	1.00	X		X			0.	0.	0.	
(14) PAMELA J. ROYAL, MD VICE CHAIRMAN	1.00	X		X			0.	0.	0.	
(15) THOMAS G. SNEAD, JR. DIRECTOR	0.50	X					0.	0.	0.	
(16) STUART C. SIEGEL DIRECTOR	0.50	X					0.	0.	0.	
(17) LISSY BRYAN DIRECTOR	0.50	X					0.	0.	0.	

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(18) JAMELLE WILSON DIRECTOR	0.50	X					0.	0.	0.	
(19) MICHAEL S. BEALL DIRECTOR	0.50	X					0.	0.	0.	
(20) PHILIP H. GOODPASTURE DIRECTOR	0.50	X					0.	0.	0.	
(21) MAUREEN C. ACKERLY DIRECTOR	0.50	X					0.	0.	0.	
(22) SHERRIE B. ARMSTRONG PRESIDENT & CEO	40.00			X			327,813.	0.	18,364.	
(23) BARBARA COUTO SIPE EXECUTIVE DIRECTOR, MSR2020	40.00				X		124,208.	0.	13,384.	
(24) MAURA D. BITTNER SR. VP, PHILANTHROPIC SERV	40.00				X		126,866.	0.	6,796.	
(25) MICHELLE A. NELSON CHIEF FINANCIAL OFFICER	40.00				X		119,852.	0.	6,270.	
(26) EMMETT S. BLACKWELL CHIEF COMMUNITY ENGAGEMENT OFFICER	40.00				X		109,863.	0.	2,579.	
1b Sub-total							808,602.	0.	47,393.	
c Total from continuation sheets to Part VII, Section A							280,922.	0.	18,617.	
d Total (add lines 1b and 1c)							1,089,524.	0.	66,010.	

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **7**

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual	X	
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
SPIDER MANAGEMENT COMPANY, LLC, 6806 PARAGON PL, SUITE 290, RICHMOND, VA 23230	INVESTMENT MANAGEMENT	3,129,426.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **1**

SEE PART VII, SECTION A CONTINUATION SHEETS

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

Table with 6 main columns: (A) Name and title, (B) Average hours per week, (C) Position, (D) Reportable compensation from the organization, (E) Reportable compensation from related organizations, (F) Estimated amount of other compensation. Includes entries for KATHLEEN R. DEMRO and KAREN W. HAND.

Total to Part VII, Section A, line 1c 280,922. 18,617.

Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512 - 514	
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a				
	b Membership dues	1b				
	c Fundraising events	1c				
	d Related organizations	1d	1,512,710.			
	e Government grants (contributions)	1e				
	f All other contributions, gifts, grants, and similar amounts not included above	1f	25,486,029.			
	g Noncash contributions included in lines 1a-1f: \$		18,889,726.			
	h Total. Add lines 1a-1f		26,998,739.			
Program Service Revenue	2 a _____	Business Code				
	b _____					
	c _____					
	d _____					
	e _____					
	f All other program service revenue					
	g Total. Add lines 2a-2f					
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		4,674,025.		4,674,025.	
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties					
	6 a Gross rents	(i) Real	22,275.			
		(ii) Personal				
		b Less: rental expenses		0.		
	c Rental income or (loss)		22,275.			
	d Net rental income or (loss)		22,275.		22,275.	
	7 a Gross amount from sales of assets other than inventory	(i) Securities	27,385,018.			
		(ii) Other				
		b Less: cost or other basis and sales expenses		20,127,715.		
		c Gain or (loss)		7,257,303.		
	d Net gain or (loss)		7,257,303.		7,257,303.	
	8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a				
		b Less: direct expenses	b			
c Net income or (loss) from fundraising events						
9 a Gross income from gaming activities. See Part IV, line 19	a					
	b Less: direct expenses	b				
	c Net income or (loss) from gaming activities					
10 a Gross sales of inventory, less returns and allowances	a					
	b Less: cost of goods sold	b				
	c Net income or (loss) from sales of inventory					
Miscellaneous Revenue		Business Code				
11	a _____					
	b _____					
	c _____					
	d All other revenue					
	e Total. Add lines 11a-11d					
12 Total revenue. See instructions.		38,952,342.	0.	0.	11,953,603.	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21	30,169,842.	30,169,842.		
2 Grants and other assistance to domestic individuals. See Part IV, line 22	603,764.	603,764.		
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	538,605.	215,442.	215,442.	107,721.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	2,361,499.	975,325.	794,125.	592,049.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	179,516.	78,141.	56,043.	45,332.
9 Other employee benefits	160,844.	70,013.	50,214.	40,617.
10 Payroll taxes	197,438.	85,942.	61,638.	49,858.
11 Fees for services (non-employees):				
a Management				
b Legal	39,285.		39,285.	
c Accounting	62,185.		62,185.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	3,384,688.		3,384,688.	
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	387,824.	249,975.	137,849.	
12 Advertising and promotion	96,713.	229.		96,484.
13 Office expenses	233,474.	138,522.	51,557.	43,395.
14 Information technology	216,696.	46,621.	170,075.	
15 Royalties				
16 Occupancy	314,773.	157,387.	78,693.	78,693.
17 Travel	54,623.	27,311.	13,656.	13,656.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	170,976.	112,912.	29,032.	29,032.
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	97,999.		97,999.	
23 Insurance	115,703.		115,703.	
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a NEXTUP PROGRAM EXPENSES	1,418,654.	1,418,654.		
b MEMBERSHIP DUES	52,822.	27,297.	11,771.	13,754.
c OTHER EXPENSES	40,971.	20,486.	10,243.	10,242.
d BANK FEES	27,243.	6,388.	20,855.	
e All other expenses	997.		997.	
25 Total functional expenses. Add lines 1 through 24e	40,927,134.	34,404,251.	5,402,050.	1,120,833.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here if following SOP 98-2 (ASC 958-720)

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

		(A)		(B)	
		Beginning of year		End of year	
Assets	1 Cash - non-interest-bearing	2,461,400.	1	1,912,862.	
	2 Savings and temporary cash investments	15,470,366.	2	12,822,016.	
	3 Pledges and grants receivable, net	12,126,334.	3	9,605,373.	
	4 Accounts receivable, net		4		
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5		
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L		6		
	7 Notes and loans receivable, net		7		
	8 Inventories for sale or use		8		
	9 Prepaid expenses and deferred charges	74,578.	9	183,429.	
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 741,256.			
	b Less: accumulated depreciation	10b 575,599.	212,380.	10c	165,657.
	11 Investments - publicly traded securities	3,998,348.	11	13,714,876.	
	12 Investments - other securities. See Part IV, line 11	380,034,073.	12	422,709,934.	
	13 Investments - program-related. See Part IV, line 11		13		
	14 Intangible assets		14		
	15 Other assets. See Part IV, line 11	77,714,960.	15	82,805,995.	
16 Total assets. Add lines 1 through 15 (must equal line 34)	492,092,439.	16	543,920,142.		
Liabilities	17 Accounts payable and accrued expenses	389,811.	17	369,225.	
	18 Grants payable	6,802,839.	18	6,659,032.	
	19 Deferred revenue		19		
	20 Tax-exempt bond liabilities		20		
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21		
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22		
	23 Secured mortgages and notes payable to unrelated third parties		23		
	24 Unsecured notes and loans payable to unrelated third parties		24		
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	55,237,391.	25	60,677,938.	
	26 Total liabilities. Add lines 17 through 25	62,430,041.	26	67,706,195.	
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.				
	27 Unrestricted net assets	157,539,035.	27	173,757,297.	
	28 Temporarily restricted net assets	77,539,181.	28	96,525,214.	
	29 Permanently restricted net assets	194,584,182.	29	205,931,436.	
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.				
	30 Capital stock or trust principal, or current funds		30		
	31 Paid-in or capital surplus, or land, building, or equipment fund		31		
	32 Retained earnings, endowment, accumulated income, or other funds		32		
33 Total net assets or fund balances	429,662,398.	33	476,213,947.		
34 Total liabilities and net assets/fund balances	492,092,439.	34	543,920,142.		

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	38,952,342.
2	Total expenses (must equal Part IX, column (A), line 25)	2	40,927,134.
3	Revenue less expenses. Subtract line 2 from line 1	3	-1,974,792.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	429,662,398.
5	Net unrealized gains (losses) on investments	5	48,526,341.
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	476,213,947.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

		Yes	No
1	Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant? _____ If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
2b	Were the organization's financial statements audited by an independent accountant? _____ If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input checked="" type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	X	
2c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? _____ If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	X	
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133? _____		X
3b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits _____		

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.
▶ **Attach to Form 990 or Form 990-EZ.**

▶ **Go to www.irs.gov/Form990 for instructions and the latest information.**

OMB No. 1545-0047

2017

Open to Public Inspection

Name of the organization THE COMMUNITY FOUNDATION, INC. **Employer identification number** 23-7009135

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 12, check only one box.)

- 1 A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
- 2 A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E (Form 990 or 990-EZ).)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state: _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 8 A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 9 An agricultural research organization described in **section 170(b)(1)(A)(ix)** operated in conjunction with a land-grant college or university or a non-land-grant college of agriculture (see instructions). Enter the name, city, and state of the college or university: _____
- 10 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)
- 11 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
- 12 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2).** See **section 509(a)(3).** Check the box in lines 12a through 12d that describes the type of supporting organization and complete lines 12e, 12f, and 12g.
 - a **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. **You must complete Part IV, Sections A and B.**
 - b **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). **You must complete Part IV, Sections A and C.**
 - c **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). **You must complete Part IV, Sections A, D, and E.**
 - d **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). **You must complete Part IV, Sections A and D, and Part V.**
 - e Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.

f Enter the number of supported organizations

g Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-10 above (see instructions))	(iv) Is the organization listed in your governing document?		(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
			Yes	No		
Total						

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	49367328.	30839382.	88721684.	29880515.	27127924.	225936833
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	49367328.	30839382.	88721684.	29880515.	27127924.	225936833
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4.						225936833

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
7 Amounts from line 4	49367328.	30839382.	88721684.	29880515.	27127924.	225936833
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources	2726785.	5375526.	3124379.	3739440.	4674025.	19640155.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)	26,580.	26,580.	26,580.	10,065.	22,275.	112,080.
11 Total support. Add lines 7 through 10						245689068
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2017 (line 6, column (f) divided by line 11, column (f))	14	91.96	%
15 Public support percentage from 2016 Schedule A, Part II, line 14	15		%
16a 33 1/3% support test - 2017. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization	<input checked="" type="checkbox"/>		
b 33 1/3% support test - 2016. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization	<input type="checkbox"/>		
17a 10% -facts-and-circumstances test - 2017. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization	<input type="checkbox"/>		
b 10% -facts-and-circumstances test - 2016. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization	<input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions	<input type="checkbox"/>		

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 10 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge ...						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support. (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2013	(b) 2014	(c) 2015	(d) 2016	(e) 2017	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources ...						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here**

Section C. Computation of Public Support Percentage

15 Public support percentage for 2017 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2016 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2017 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2016 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2017. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

b 33 1/3% support tests - 2016. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

Part IV Supporting Organizations

(Complete only if you checked a box in line 12 on Part I. If you checked 12a of Part I, complete Sections A and B. If you checked 12b of Part I, complete Sections A and C. If you checked 12c of Part I, complete Sections A, D, and E. If you checked 12d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

	Yes	No
1 Are all of the organization's supported organizations listed by name in the organization's governing documents? <i>If "No," describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.</i>		
2 Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? <i>If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).</i>		
3a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? <i>If "Yes," answer (b) and (c) below.</i>		
b Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? <i>If "Yes," describe in Part VI when and how the organization made the determination.</i>		
c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? <i>If "Yes," explain in Part VI what controls the organization put in place to ensure such use.</i>		
4a Was any supported organization not organized in the United States ("foreign supported organization")? <i>If "Yes," and if you checked 12a or 12b in Part I, answer (b) and (c) below.</i>		
b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? <i>If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.</i>		
c Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? <i>If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.</i>		
5a Did the organization add, substitute, or remove any supported organizations during the tax year? <i>If "Yes," answer (b) and (c) below (if applicable). Also, provide detail in Part VI, including (i) the names and EIN numbers of the supported organizations added, substituted, or removed; (ii) the reasons for each such action; (iii) the authority under the organization's organizing document authorizing such action; and (iv) how the action was accomplished (such as by amendment to the organizing document).</i>		
b Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the organization's organizing document?		
c Substitutions only. Was the substitution the result of an event beyond the organization's control?		
6 Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? <i>If "Yes," provide detail in Part VI.</i>		
7 Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).</i>		
8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).</i>		
9a Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? <i>If "Yes," provide detail in Part VI.</i>		
b Did one or more disqualified persons (as defined in line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? <i>If "Yes," provide detail in Part VI.</i>		
c Did a disqualified person (as defined in line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? <i>If "Yes," provide detail in Part VI.</i>		
10a Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? <i>If "Yes," answer 10b below.</i>		
b Did the organization have any excess business holdings in the tax year? <i>(Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)</i>		

Part IV Supporting Organizations (continued)

	Yes	No
11 Has the organization accepted a gift or contribution from any of the following persons?		
a A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization?		
b A family member of a person described in (a) above?		
c A 35% controlled entity of a person described in (a) or (b) above? If "Yes" to a, b, or c, provide detail in Part VI .		

Section B. Type I Supporting Organizations

	Yes	No
1 Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? If "No," describe in Part VI how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.		
2 Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? If "Yes," explain in Part VI how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.		

Section C. Type II Supporting Organizations

	Yes	No
1 Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? If "No," describe in Part VI how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).		

Section D. All Type III Supporting Organizations

	Yes	No
1 Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?		
2 Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).		
3 By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.		

Section E. Type III Functionally Integrated Supporting Organizations

1 Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions).		
a <input type="checkbox"/> The organization satisfied the Activities Test. Complete line 2 below.		
b <input type="checkbox"/> The organization is the parent of each of its supported organizations. Complete line 3 below.		
c <input type="checkbox"/> The organization supported a governmental entity. Describe in Part VI how you supported a government entity (see instructions).		
2 Activities Test. Answer (a) and (b) below.		
a Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? If "Yes," then in Part VI identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.		
b Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? If "Yes," explain in Part VI the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.		
3 Parent of Supported Organizations. Answer (a) and (b) below.		
a Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? Provide details in Part VI .		
b Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? If "Yes," describe in Part VI the role played by the organization in this regard.		

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations

1 Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970 (explain in Part VI.) **See instructions.** All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A - Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1	Net short-term capital gain	1	
2	Recoveries of prior-year distributions	2	
3	Other gross income (see instructions)	3	
4	Add lines 1 through 3	4	
5	Depreciation and depletion	5	
6	Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6	
7	Other expenses (see instructions)	7	
8	Adjusted Net Income (subtract lines 5, 6, and 7 from line 4)	8	

Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1	Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):		
a	Average monthly value of securities	1a	
b	Average monthly cash balances	1b	
c	Fair market value of other non-exempt-use assets	1c	
d	Total (add lines 1a, 1b, and 1c)	1d	
e	Discount claimed for blockage or other factors (explain in detail in Part VI):		
2	Acquisition indebtedness applicable to non-exempt-use assets	2	
3	Subtract line 2 from line 1d	3	
4	Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	
5	Net value of non-exempt-use assets (subtract line 4 from line 3)	5	
6	Multiply line 5 by .035	6	
7	Recoveries of prior-year distributions	7	
8	Minimum Asset Amount (add line 7 to line 6)	8	

Section C - Distributable Amount			Current Year
1	Adjusted net income for prior year (from Section A, line 8, Column A)	1	
2	Enter 85% of line 1	2	
3	Minimum asset amount for prior year (from Section B, line 8, Column A)	3	
4	Enter greater of line 2 or line 3	4	
5	Income tax imposed in prior year	5	
6	Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6	
7	<input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally integrated Type III supporting organization (see instructions).		

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations (continued)

Section D - Distributions	Current Year
1 Amounts paid to supported organizations to accomplish exempt purposes	
2 Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	
3 Administrative expenses paid to accomplish exempt purposes of supported organizations	
4 Amounts paid to acquire exempt-use assets	
5 Qualified set-aside amounts (prior IRS approval required)	
6 Other distributions (describe in Part VI). See instructions.	
7 Total annual distributions. Add lines 1 through 6.	
8 Distributions to attentive supported organizations to which the organization is responsive (provide details in Part VI). See instructions.	
9 Distributable amount for 2017 from Section C, line 6	
10 Line 8 amount divided by line 9 amount	

Section E - Distribution Allocations (see instructions)	(i) Excess Distributions	(ii) Underdistributions Pre-2017	(iii) Distributable Amount for 2017
1 Distributable amount for 2017 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2017 (reasonable cause required- explain in Part VI). See instructions.			
3 Excess distributions carryover, if any, to 2017			
a			
b From 2013			
c From 2014			
d From 2015			
e From 2016			
f Total of lines 3a through e			
g Applied to underdistributions of prior years			
h Applied to 2017 distributable amount			
i Carryover from 2012 not applied (see instructions)			
j Remainder. Subtract lines 3g, 3h, and 3i from 3f.			
4 Distributions for 2017 from Section D, line 7: \$			
a Applied to underdistributions of prior years			
b Applied to 2017 distributable amount			
c Remainder. Subtract lines 4a and 4b from 4.			
5 Remaining underdistributions for years prior to 2017, if any. Subtract lines 3g and 4a from line 2. For result greater than zero, explain in Part VI . See instructions.			
6 Remaining underdistributions for 2017. Subtract lines 3h and 4b from line 1. For result greater than zero, explain in Part VI . See instructions.			
7 Excess distributions carryover to 2018. Add lines 3j and 4c.			
8 Breakdown of line 7:			
a Excess from 2013			
b Excess from 2014			
c Excess from 2015			
d Excess from 2016			
e Excess from 2017			

Part VI **Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; Part III, line 12; Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a, and 3b; Part V, line 1; Part V, Section B, line 1e; Part V, Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information. (See instructions.)

SCHEDULE A, PART II, LINE 10, EXPLANATION FOR OTHER INCOME:

REIMBURSEMENT FOR SHARED SPACE WITH AFFILIATED ORGANIZATION

2013 AMOUNT: \$ 26,580.

2014 AMOUNT: \$ 26,580.

2015 AMOUNT: \$ 26,580.

TAX REFUND

2016 AMOUNT: \$ 10,065.

RENTAL INCOME

2017 AMOUNT: \$ 22,275.

SCHEDULE C
(Form 990 or 990-EZ)

Political Campaign and Lobbying Activities

OMB No. 1545-0047

2017

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

For Organizations Exempt From Income Tax Under section 501(c) and section 527
 ▶ **Complete if the organization is described below. ▶ Attach to Form 990 or Form 990-EZ.**
 ▶ **Go to www.irs.gov/Form990 for instructions and the latest information.**

If the organization answered "Yes," on Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes," on Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes," on Form 990, Part IV, line 5 (Proxy Tax) (see separate instructions) or Form 990-EZ, Part V, line 35c (Proxy Tax) (see separate instructions), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization THE COMMUNITY FOUNDATION, INC.	Employer identification number 23-7009135
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Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.

2 Political campaign activity expenditures ▶ \$ _____

3 Volunteer hours for political campaign activities _____

Part I-B Complete if the organization is exempt under section 501(c)(3).

1 Enter the amount of any excise tax incurred by the organization under section 4955 ▶ \$ _____

2 Enter the amount of any excise tax incurred by organization managers under section 4955 ▶ \$ _____

3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? Yes No

4a Was a correction made? Yes No

b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ \$ _____

2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ \$ _____

3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b ▶ \$ _____

4 Did the filing organization file **Form 1120-POL** for this year? Yes No

5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds. If none, enter -0-.	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-.

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ. Schedule C (Form 990 or 990-EZ) 2017

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

- A** Check if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).
- B** Check if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals												
1a Total lobbying expenditures to influence public opinion (grass roots lobbying)															
b Total lobbying expenditures to influence a legislative body (direct lobbying)															
c Total lobbying expenditures (add lines 1a and 1b)															
d Other exempt purpose expenditures															
e Total exempt purpose expenditures (add lines 1c and 1d)															
f Lobbying nontaxable amount. Enter the amount from the following table in both columns.															
<table border="1" style="width: 100%;"> <thead> <tr> <th style="text-align: left;">If the amount on line 1e, column (a) or (b) is:</th> <th style="text-align: left;">The lobbying nontaxable amount is:</th> </tr> </thead> <tbody> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 1e.</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000.</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000.</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000.</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000.</td> </tr> </tbody> </table>		If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e.	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.	Over \$17,000,000	\$1,000,000.		
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:														
Not over \$500,000	20% of the amount on line 1e.														
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.														
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.														
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.														
Over \$17,000,000	\$1,000,000.														
g Grassroots nontaxable amount (enter 25% of line 1f)															
h Subtract line 1g from line 1a. If zero or less, enter -0-															
i Subtract line 1f from line 1c. If zero or less, enter -0-															
j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?		<input type="checkbox"/> Yes	<input type="checkbox"/> No												

4-Year Averaging Period Under section 501(h)
(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the separate instructions for lines 2a through 2f.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2014	(b) 2015	(c) 2016	(d) 2017	(e) Total
2a Lobbying nontaxable amount					
b Lobbying ceiling amount (150% of line 2a, column(e))					
c Total lobbying expenditures					
d Grassroots nontaxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

	(a)		(b)
	Yes	No	Amount
<i>For each "Yes," response on lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.</i>			
1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?		X	
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?		X	
c Media advertisements?		X	
d Mailings to members, legislators, or the public?		X	
e Publications, or published or broadcast statements?		X	
f Grants to other organizations for lobbying purposes?		X	
g Direct contact with legislators, their staffs, government officials, or a legislative body?	X		
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?		X	
i Other activities?	X		3,450.
j Total. Add lines 1c through 1i			3,450.
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?		X	
b If "Yes," enter the amount of any tax incurred under section 4912			
c If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

	Yes	No
1 Were substantially all (90% or more) dues received nondeductible by members?	1	
2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?	2	
3 Did the organization agree to carry over lobbying and political campaign activity expenditures from the prior year?	3	

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No," OR (b) Part III-A, line 3, is answered "Yes."

1 Dues, assessments and similar amounts from members	1	
2 Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).		
a Current year	2a	
b Carryover from last year	2b	
c Total	2c	
3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	
4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5 Taxable amount of lobbying and political expenditures (see instructions)	5	

Part IV Supplemental Information

Provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A (affiliated group list); Part II-A, lines 1 and 2 (see instructions); and Part II-B, line 1. Also, complete this part for any additional information.

PART II-B, LINE 1, LOBBYING ACTIVITIES:

THE COMMUNITY FOUNDATION PARTICIPATED IN A COALITION OF COMMUNITY FOUNDATIONS THAT EMPLOYED THE LOBBYING ACTIVITIES OF VAN SCOYOC ASSOCIATES IN ORDER TO EDUCATE MEMBERS OF CONGRESS AND THEIR STAFF ABOUT COMMUNITY FOUNDATIONS.

SCHEDULE D (Form 990)

Department of the Treasury Internal Revenue Service

Supplemental Financial Statements

Complete if the organization answered "Yes" on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b. Attach to Form 990.

Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2017

Open to Public Inspection

Name of the organization THE COMMUNITY FOUNDATION, INC. Employer identification number 23-7009135

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" on Form 990, Part IV, line 6.

Table with 3 columns: Question, (a) Donor advised funds, (b) Funds and other accounts. Rows include total number at end of year, aggregate value of contributions, grants, and end of year, and two yes/no questions regarding donor property and grant fund usage.

Part II Conservation Easements. Complete if the organization answered "Yes" on Form 990, Part IV, line 7.

- 1 Purpose(s) of conservation easements held by the organization (check all that apply).
2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.
3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year.
4 Number of states where property subject to conservation easement is located.
5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?
6 Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year.
7 Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year.
8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?
9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

- 1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.
1b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:
2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule D (Form 990) 2017

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

- a Public exhibition
- b Scholarly research
- c Preservation for future generations
- d Loan or exchange programs
- e Other _____

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If "Yes," explain the arrangement in Part XIII and complete the following table:

	Amount
c Beginning balance	1c
d Additions during the year	1d
e Distributions during the year	1e
f Ending balance	1f

2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? Yes No

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided on Part XIII

Part V Endowment Funds. Complete if the organization answered "Yes" on Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	258,076,938.	249,667,346.	222,590,627.	202,610,272.	165,925,488.
b Contributions	8,623,036.	5,289,184.	34,750,785.	7,802,855.	19,543,858.
c Net investment earnings, gains, and losses	35,080,460.	11,649,223.	1,173,244.	19,884,748.	23,776,948.
d Grants or scholarships	-8,828,733.	-6,906,200.	-7,282,537.	-6,279,996.	-5,370,829.
e Other expenditures for facilities and programs					
f Administrative expenses	-1,753,724.	-1,622,615.	-1,564,773.	-1,427,252.	-1,265,193.
g End of year balance	312,362,891.	258,076,938.	249,667,346.	222,590,627.	202,610,272.

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a Board designated or quasi-endowment 10.00 %
- b Permanent endowment 89.00 %
- c Temporarily restricted endowment 1.00 %

The percentages on lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

- (i) unrelated organizations
- (ii) related organizations

	Yes	No
3a(i)		X
3a(ii)		X
3b		

b If "Yes" on line 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment		741,256.	575,599.	165,657.
e Other				
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)				165,657.

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A) ALTERNATIVE INVESTMENTS	422,709,934.	END-OF-YEAR MARKET VALUE
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶	422,709,934.	

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

Part IX Other Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1) BENEFICIAL INTEREST IN TRUSTS	1,234,724.
(2) BENEFICIAL INTEREST IN TRUST RECEIVABLES	1,392,024.
(3) BENEFICIAL INTEREST IN ESTATES	1,270,454.
(4) CHARITABLE REMAINDER TRUST ASSETS	53,490,421.
(5) CHARITABLE LEAD TRUST ASSETS	25,377,749.
(6) CASH SURRENDER VALUE OF LIFE INSURANCE	40,623.
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.) ▶	82,805,995.

Part X Other Liabilities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) LIABILITY UNDER TRUST AGREEMENTS	37,303,879.
(3) LIABILITY UNDER GIFT ANNUITIES	123,988.
(4) LIABILITY UNDER CLT AGREEMENTS	23,250,071.
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	60,677,938.

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements		1
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains (losses) on investments	2a	
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d		2e
3	Subtract line 2e from line 1		3
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b		4c
5	Total revenue. Add lines 3 and 4c . (This must equal Form 990, Part I, line 12.)		5

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements		1
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d		2e
3	Subtract line 2e from line 1		3
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b		4c
5	Total expenses. Add lines 3 and 4c . (This must equal Form 990, Part I, line 18.)		5

Part XIII Supplemental Information.

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

PART V, LINE 4:

THE COMMUNITY FOUNDATION'S ENDOWMENT FUNDS WILL BE USED FOR GRANTMAKING.

PART X, LINE 2:

THE FOUNDATION HAS ADOPTED FINANCIAL ACCOUNTING STANDARDS BOARD ("FASB") GUIDANCE RELATED TO ACCOUNTING FOR UNCERTAINTY IN INCOME TAXES, WHICH CLARIFIES THE ACCOUNTING FOR INCOME TAXES BY PRESCRIBING THE MINIMUM RECOGNITION THRESHOLD THAT A TAX POSITION IS REQUIRED TO MEET BEFORE BEING RECOGNIZED IN THE FOUNDATION'S COMBINED FINANCIAL STATEMENTS. THE INTERPRETATION ALSO PROVIDES GUIDANCE ON DERECOGNITION, CLASSIFICATION, INTEREST AND PENALTIES, DISCLOSURE AND TRANSITION.

IN ACCORDANCE WITH THE INTERPRETATION, THE FOUNDATION DISCLOSES THE

Part XIII Supplemental Information (continued)

EXPECTED FUTURE TAX CONSEQUENCES OF UNCERTAIN TAX POSITIONS PRESUMING THE TAXING AUTHORITIES' FULL KNOWLEDGE OF THE FACTS OF THE FOUNDATION'S POSITION AND RECORDS UNRECOGNIZED TAX BENEFITS OR LIABILITIES FOR KNOWN OR ANTICIPATED TAX ISSUES BASED ON THE FOUNDATION'S ANALYSIS OF WHETHER ADDITIONAL TAXES WOULD BE DUE TO THE AUTHORITY GIVEN THEIR FULL KNOWLEDGE OF THE TAX POSITION. THE FOUNDATION HAS COMPLETED ITS ASSESSMENT AND DETERMINED THAT THERE WERE NO TAX POSITIONS WHICH WOULD REQUIRE RECOGNITION UNDER THE INTERPRETATION. THE FOUNDATION IS NOT CURRENTLY UNDER AUDIT BY ANY TAX JURISDICTION.

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**
Complete if the organization answered "Yes" on Form 990, Part IV, line 21 or 22.

▶ **Attach to Form 990.**

▶ **Go to www.irs.gov/Form990 for the latest information.**

OMB No. 1545-0047

2017

**Open to Public
Inspection**

Name of the organization **THE COMMUNITY FOUNDATION, INC.** Employer identification number **23-7009135**

Part I General Information on Grants and Assistance

- 1** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? **Yes** **No**
- 2** Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Domestic Organizations and Domestic Governments. Complete if the organization answered "Yes" on Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section (if applicable)	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of noncash assistance	(h) Purpose of grant or assistance
1708 GALLERY P.O. BOX 12520 RICHMOND, VA 23241	54-1092906	501(C)(3)	7,000.	0.			GENERAL PURPOSES
ALL SAINTS EPISCOPAL CHURCH 8787 RIVER RD RICHMOND, VA 23229	31-1629166	501(C)(3)	15,500.	0.			MUSIC EDUCATION FUND, GENERAL PURPOSES
ALZHEIMER'S ASSOCIATION, CALIFORNIA CENTRAL CHAPTER - 1528 CHAPALA ST. SUITE 204 - SANTA BARBARA, CA 93101	13-3039601	501(C)(3)	15,000.	0.			GENERAL PURPOSES
ACADEMY CENTER FOR THE ARTS, INC. 600 MAIN STREET LYNCHBURG, VA 24504	23-7061145	501(C)(3)	7,500.	0.			THEATER RESTORATION
ACCESS NOW, INC. 2821 EMERYWOOD PARKWAY SUITE 200 RICHMOND, VA 23229	26-1695468	501(C)(3)	11,732.	0.			GENERAL PURPOSES
AMERICAN CANCER SOCIETY/ORLANDO METRO AREA - 507 N. NEW YORK AVE, #100 - WINTER PARK, FL 32789	59-0657320	501(C)3	10,000.	0.			PROGRAM SUPPORT

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table **2,528.**

3 Enter total number of other organizations listed in the line 1 table **1.**

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) (2017)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
AMERICAN CIVIL WAR MUSEUM 490 TREDEGAR STREET RICHMOND, VA 23219	46-4685540	501 (C)3	19,000.	0.			GENERAL PURPOSES
ALZHEIMER'S DISEASE & RELATED DISORDERS ASSOCIATION - 4600 COX ROAD, SUITE 130 - RICHMOND, VA 23060	13-3039601	501(C)(3)	18,023.	0.			PROGRAM SUPPORT
AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE, INC. - 220 E. 42ND ST. SUITE 400 - NEW YORK, NY 10017	13-1656634	501 (C)3	110,000.	0.			GENERAL PURPOSES
AMERICAN HEART ASSOCIATION 4217 PARK PLACE COURT GLEN ALLEN, VA 23060	13-5613797	501(C)(3)	286,500.	0.			GENERAL PURPOSES
AMERICAN RED CROSS VIRGINIA CAPITAL CHAPTER - 420 EAST CARY STREET - RICHMOND, VA 23219	53-0196605	501(C)(3)	21,046.	0.			GENERAL PURPOSES
ANIMAL WELFARE LEAGUE OF THE NORTHERN NECK, INC. - P.O. BOX 975 - WHITE STONE, VA 22578	54-1106959	501 (C)3	5,393.	0.			GENERAL PURPOSES
ANNA JULIA COOPER EPISCOPAL SCHOOL 2124 NORTH 29TH STREET RICHMOND, VA 23223	27-0407231	501(C)(3)	131,413.	0.			GENERAL PURPOSES, SCHOLARSHIP SUPPPORT
AREA CONGREGATIONS TOGETHER IN SERVICE - 1 N. 5TH STREET, SUITE 400 - RICHMOND, VA 23219	45-3020788	501(C)(3)	26,689.	0.			GENERAL PURPOSES
AMERICAN RED CROSS, NATIONAL P.O. BOX 37839 BOONE, IA 50037-0839	53-0196605	501(C)(3)	69,400.	0.			DIASTER RELIEF

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ARMSTRONG PRIORITIES, INC. 2209 E. GRACE ST RICHMOND, VA 23223	47-3043845	501(C)(3)	30,000.	0.			EDUCATIONAL INITIATIVES
ART 180, INC. 114 W. MARSHALL STREET RICHMOND, VA 23220	54-1935207	501(C)(3)	61,299.	0.			GENERAL PURPOSES
ART FOR THE JOURNEY 111 WILLOW OAKS RD RICHMOND, VA 23238-7225	46-5572928	501(C)(3)	8,547.	0.			GENERAL PURPOSES
FELLOWSHIP OF CHRISTIAN ATHLETES, RICHMOND/CENTRAL - 2540 PROFESSIONAL RD, SUITE 3 - RICHMOND, VA 23235	44-0610626	501(C)(3)	6,250.	0.			GENERAL PURPOSES
ASSISTING FAMILIES OF INMATES, INC. - 1 NORTH 5TH STREET, SUITE 416 - RICHMOND, VA 23219-2231	54-1151413	501(C)(3)	19,415.	0.			GENERAL PURPOSES
ASSN. FOR THE PRESERVATION OF VA ANTIQUITIES - 204 WEST FRANKLIN STREET - RICHMOND, VA 23220	54-0568800	501(C)(3)	34,663.	0.			GENERAL PURPOSES
BATTERSEA FOUNDATION P.O. BOX 101 PETERSBURG, VA 23804-0101	20-5404217	501(C)(3)	11,000.	0.			GENERAL PURPOSES
BELLWOOD ELEMENTARY SCHOOL 9536 DAWNSHIRE RD NORTH CHESTERFIELD, VA 23237		CHESTERFIELD COU	7,500.	0.			R.E.B. LEADERSHIP GRANT
BELMONT ABBEY COLLEGE 100 BELMONT MT HOLLY ROAD BELMONT, NC 28012	56-0547498	501(C)(3)	10,000.	0.			SCHOLARSHIP SUPPORT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
BETTER HOUSING COALITION P.O. BOX 121117 RICHMOND, VA 23241-0117	54-1479059	501(C)(3)	268,120.	0.			GENERAL PURPOSES
BAY AGING P.O. BOX 610 URBANNA, VA 23175	54-1085032	501(C)(3)	49,483.	0.			PROGRAM SUPPORT
BAY SCHOOL COMMUNITY ARTS CENTER P.O. BOX 1524 MATHEWS, VA 23109	54-1974626	501(C)(3)	18,001.	0.			GENERAL PURPOSES
BEAUFORT SYMPHONY ORCHESTRA P.O. BOX 504 BEAUFORT, SC 29901	57-0884111	501(C)(3)	25,000.	0.			SUMMER SCHOLARSHIP PROGRAMS
BLACK HISTORY MUSEUM & CULTURAL CENTER OF VA - P.O. BOX 61052 - RICHMOND, VA 23261-6484	52-1354117	501(C)(3)	55,000.	0.			EXHIBITIONS, OPERATING EXPENSES
BLUE STAR FAMILIES P.O. BOX 230637 SANTA ENCINITAS, CA 92023	80-0369895	501(C)(3)	10,000.	0.			GENERAL PURPOSES
BIG BROTHERS & BIG SISTERS SERVICES, INC - 1707 SUMMIT AVENUE, SUITE 200 - RICHMOND, VA 23230-4500	54-0702502	501(C)(3)	6,500.	0.			GENERAL PURPOSES
BIG BROTHERS BIG SISTERS OF THE CENTRAL BLUE RIDGE, INC. - P.O. BOX 814 - CHARLOTTESVILLE, VA 22902	54-1108066	501(C)(3)	20,000.	0.			GENERAL PURPOSES
BLUE SKY FUND P.O. BOX 8108 RICHMOND, VA 23223	14-1985225	501(C)(3)	74,350.	0.			GENERAL PURPOSES

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
BYRD THEATRE FOUNDATION P.O. BOX 14860 RICHMOND, VA 23221	31-1806232	501(C)(3)	42,750.	0.			RENOVATIONS, GENERAL PURPOSES
BON AIR BAPTIST CHURCH 2531 BUFORD ROAD RICHMOND, VA 23235-3419		501 (C)3	15,000.	0.			GENERAL PURPOSES
BON SECOURS RICHMOND HEALTH CARE FOUNDATION - 5008 MONUMENT AVE. 2ND FL - RICHMOND, VA 23230	54-1201346	501(C)(3)	41,269.	0.			PROGRAM SUPPORT
BOULEVARD UNITED METHODIST CHURCH P.O. BOX 14507 RICHMOND, VA 23221		501(C)(3)	15,022.	0.			GENERAL PURPOSES
BOY SCOUTS OF AMERICA/HEART OF VIRGINIA COUNCIL - P.O. BOX 6809 - RICHMOND, VA 23230-6809	54-0505872	501(C)(3)	52,616.	0.			GENERAL PURPOSES
BOYS & GIRLS CLUB OF THE NORTHERN NECK - P.O. BOX 564 - KILMARNOCK, VA 22482	20-4887254	501(C)(3)	13,874.	0.			GENERAL PURPOSES
BOYS & GIRLS CLUB OF METRO RICHMOND - 5511 STAPLES MILL ROAD, #301 - HENRICO, VA 23228-5445	54-0564901	501(C)(3)	208,797.	0.			GENERAL PURPOSES
BOYS & GIRLS CLUBS OF THE VIRGINIA PENINSULA - 11825 ROCK LANDING DRIVE CHESAPEAKE BUILDING - NEWPORT NEWS, VA 23606	54-0538202	501(C)(3)	16,702.	0.			GENERAL PURPOSES
UNIVERSITY OF SOUTHERN CALIFORNIA SOL PRICE SCHOOL FOR PUBLIC POLICY - 1150 SOUTH OLIVE ST. SUITE 1500 - LOS ANGELES, CA 90015	95-1642394	501(C)(3)	25,000.	0.			PROGRAM SUPPORT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
BRADY CENTER TO PREVENT GUN VIOLENCE - 840 FIRST STREET, NE, SUITE 400 - WASHINGTON, DC 20002	52-1285097	501 (C)3	15,000.	0.			GENERAL PURPOSES
BREAD FOR LIFE COMMUNITY FOOD PANTRY, C/O CHURCH OF ST. THERESE - 6262 MAIN STREET - GLOUCESTER, VA 23061	27-0420937	501 (C)3	6,500.	0.			GENERAL PURPOSES
CAMERON K. GALLAGHER MEMORIAL FOUNDATION - 9700 GAYTON RD - RICHMOND, VA 23238	46-5172019	501 (C)3	11,000.	0.			GENERAL PURPOSES
CAMP MONT SHENANDOAH 218 MONT SHENANDOAH LANE MILLBORO SPRINGS, VA 24460	46-5172019	501 (C)3	5,200.	0.			SCHOLARSHIPS
CAPITAL REGION LAND , CONSERVANCY P.O BOX 17306 RICHMOND, VA 23226	20-2797635	501(C)(3)	26,500.	0.			GENERAL PURPOSES
CALIFORNIA INSTITUTE OF TECHNOLOGY MAILCODE: 5-32 1200 E. CALIFORNIA B PASADENA, CA 91125	95-1643307	501(C)(3)	15,000.	0.			PROGRAM SUPPORT
UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL FOUNDATION - 208 WEST FRANKLIN ST. - CHAPEL HILL, NC 27599-6100	59-1711424	501(C)(3)	91,000.	0.			GENERAL PURPOSES
CAPITAL TREES 200 S. THIRD STREET, STE. 101 RICHMOND, VA 23219	47-2998043	501(C)(3)	38,750.	0.			GENERAL PURPOSES
CARITAS P.O. BOX 25790 RICHMOND, VA 23260-5790	54-1441917	501(C)(3)	518,381.	0.			THE HEALING PLACE FOR WOMEN, GENERAL PURPOSES

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
UNIVERSITY OF SOUTH CAROLINA EDUCATIONAL FOUNDATION - 1600 HAMPTON STREET, SUITE 736 - COLUMBIA, SC 29208	57-0967350	501(C)(3)	11,000.	0.			PROGRAM SUPPORT
CENTER FOR CHRISTIAN COUNSELING 513 FOREST AVE. #200 RICHMOND, VA 23229-6850	26-0446837	501 (C)3	6,000.	0.			GENERAL PURPOSES
CAT ADOPTION AND RESCUE EFFORTS, INC. - P.O. BOX 2934 - HENRICO, VA 23228	54-2053961	501(C)(3)	5,550.	0.			GENERAL PURPOSES
CATHOLIC DIOCESE OF RICHMOND 7800 CAROUSEL LANE GLEN ALLEN, VA 23294	53-0196617	501 (C)3	11,376.	0.			TUITION SUPPORT FOR ALL SAINTS CATHOLIC SCHOOL
CENTER FOR NONPORFIT EXCELLENCE 1701-A ALLIED ST. CHARLOTTESVILLE, VA 22903	20-3412827	501(C)(3)	25,000.	0.			PROGRAM SUPPORT
CHALLENGE DISCOVERY PROJECTS, INC. 1503 SANTA ROSA ROAD ROOM 211 RICHMOND, VA 23229	51-0250681	501(C)(3)	10,000.	0.			GENERAL PURPOSES
CENTRAL VIRGINIA HEALTH SERVICES P.O. BOX 220 NEW CANTON, VA 23123	54-0887287	501 (C)3	65,000.	0.			PROGRAM SUPPORT, EXPANSION
CHIP OF VIRGINIA 8100 THREE CHOPT RD, SUITE 212 RICHMOND, VA 23229	54-1683042	501(C)(3)	30,000.	0.			CAPACITY BUILDING
CHRIST PRESBYTERIAN CHURCH 434 WEST COLUMBIA AVE. P.O BOX 7 TELLURIDE, CO 81435		501(C)(3)	10,500.	0.			GENERAL PURPOSES

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CHESAPEAKE ACADEMY P.O. BOX 8 IRVINGTON, VA 22480	54-0793534	501(C)(3)	12,750.	0.			GENERAL PURPOSES
CHESAPEAKE BAY FOUNDATION, INC., PHILIP MERRILL ENVIRONMENTAL CENTER - 6 HERNDON AVENUE - ANNAPOLIS, MD 21403	52-6065757	501(C)(3)	32,800.	0.			GENERAL PURPOSES
CHURCH OF FRANCIS DE SALES 176 LOVERS LANE MATHEWS, VA 23109-2251		501(C)(3)	5,029.	0.			PROGRAM SUPPORT
CHESTERFIELD INNOVATIVE ACADEMY FOR GIRLS - P.O. BOX 34070 - RICHMOND, VA 23224	46-3173077	501 (C)3	15,000.	0.			GENERAL PURPOSES
WICOMICO PARISH CHURCH - EPISCOPAL 5191 JESSIE BALL DUPONT HWY. P.O. B WICOMICO CHURCH, VA 22579	54-0790112	501(C)(3)	8,400.	0.			GENERAL PURPOSES
CLEMSON UNIVERSITY FOUNDATION P.O. BOX 1889 CLEMSON, SC 29633	57-0426335	501 (C)3	15,000.	0.			GENERAL PURPOSES, CAPITAL CAMPAIGN
CHILDFUND INTERNATIONAL USA P.O. BOX 26484 RICHMOND, VA 23261-6484	54-0536100	501(C)(3)	54,750.	0.			GENERAL PURPOSES
CHILDREN INCORPORATED P.O. BOX 72848 RICHMOND, VA 23235	54-0761510	501(C)(3)	18,136.	0.			GENERAL PURPOSES
CHILDREN'S CENTER OF SURRY P.O. BOX 692 DOBSON, NC 27017	56-1876389	501(C)(3)	18,271.	0.			GENERAL PURPOSES

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CHILDREN'S HOME SOCIETY OF VIRGINIA - 4200 FITZHUGH AVENUE - RICHMOND, VA 23230	54-0505884	501(C)(3)	145,750.	0.			GENERAL PURPOSES
CHILDREN'S HOSPITAL FOUNDATION 2924 BROOK ROAD RICHMOND, VA 23220	51-0220692	501(C)(3)	93,448.	0.			GENERAL PURPOSES
CHILDREN'S MUSEUM OF RICHMOND 2626 WEST BROAD STREET RICHMOND, VA 23220	51-0220694	501 (C)3	10,000.	0.			GENERAL PURPOSES
CHILDSAVERS-MEMORIAL CHILD GUIDANCE - 200 NORTH 22ND STREET - RICHMOND, VA 23223	54-0505927	501(C)(3)	209,973.	0.			GENERAL PURPOSES
CHRIST & GRACE EPISCOPAL CHURCH 1545 SOUTH SYCAMORE STREET PETERSBURG, VA 23805		501 (C)3	30,000.	0.			GENERAL PURPOSES
CHRYSALIS INSTITUTE, INC. P.O. BOX 7014 RICHMOND, VA 23221	62-1556595	501(C)(3)	7,964.	0.			GENERAL PURPOSES
CHURCH HILL ACTIVITIES AND TUTORING - 3015 N STREET - RICHMOND, VA 23223	20-0220263	501(C)(3)	66,250.	0.			GENERAL PURPOSES, EDUCATIONAL INITIATIVES
CHURCH OF THE GOOD SHEPHERD P.O. BOX 32 CASHIERS, NC 28717		501 (C)3	10,000.	0.			GENERAL PURPOSES
CIRCLE CENTER ADULT DAY SERVICES 4900 WEST MARSHALL STREET RICHMOND, VA 23230	54-0991287	501(C)(3)	10,000.	0.			SCHOLARSHIPS

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CITY OF HOPE 1500 EAST DUARTE ROAD DUARTE, CA 91010-3000	95-3435919	501(C)(3)	1,000,000.	0.			CANCER RESEARCH
CODEVA 5910 W. ROIS ROAD RICHMOND, VA 23227	46-4339704	501(C)(3)	40,000.	0.			PROGRAM SUPPORT
COLLEGE FOUNDATION OF THE UNIVERSITY OF VIRGINIA - 2410 OLD IVY ROAD, SUITE 100 P.O. BOX 400801 - CHARLOTTESVILLE, VA	54-2009312	501 (C)3	25,000.	0.			PROGRAM SUPPORT
COLLEGIATE SCHOOL 103 NORTH MOORELAND ROAD HENRICO, VA 23229-7709	54-0528203	501(C)(3)	119,834.	0.			GENERAL PURPOSES
COLONIAL WILLIAMSBURG FOUNDATION P.O. BOX 1776 WILLIAMSBURG, VA 23187	54-0505888	501 (C)3	22,058.	0.			GENERAL PURPOSES
COMFORT ZONE CAMP 6606 W. BROAD STREET, STE. 401 HENRICO, VA 23230	54-1916517	501 (C)3	19,261.	0.			GENERAL PURPOSES
COMMUNITY BRAIN INJURY SERVICES 681 HIOAKS RD. SUITE G RICHMOND, VA 23225	54-1981307	501(C)(3)	15,500.	0.			CAPACITY BUILDING
COMMONWEALTH PUBLIC BROADCASTING CORPORATION - 23 SESAME STREET - RICHMOND, VA 23235	54-0735782	501(C)(3)	76,798.	0.			GENERAL PURPOSES
COMMUNITIES IN SCHOOLS OF CHESTERFIELD - P.O. BOX 10 - CHESTERFIELD, VA 23832	46-0651192	501(C)(3)	30,000.	0.			GENERAL PURPOSES

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COMMUNITIES IN SCHOOLS OF PETERSBURG - 255 SOUTH BOULEVARD EAST OFFICE 134 - PETERSBURG, VA 23805	47-4791614	501(C)(3)	35,000.	0.			GENERAL PURPOSES
COMMUNITIES IN SCHOOLS OF RICHMOND, INC. - 2922 WEST MARSHALL STREET, #2 - RICHMOND, VA 23230	54-1799922	501(C)(3)	282,750.	0.			GENERAL PURPOSES
COMMUNITY FOUNDATION OF WESTERN NORTH CAROLINA - 4 VANDERBILT PARK DRIVE, SUITE 300 - ASHEVILLE, NC 28803	56-1223384	501 (C)3	50,000.	0.			KANAWHA FUND 2
COMMUNITY FOUNDATION OF PUERTO RICO - P.O. BOX 7062 - SAN JUAN, PUERTO RICO 00936-8362	66-0413230	501 (C)3	8,500.	0.			DISASTER RELIEF
CONEXUS 11618 BUSY STREET RICHMOND, VA 23236	46-5257732	501 (C)3	40,723.	0.			PROGRAM SUPPORT
CONGREGATION BETH AHABAH 1111 WEST FRANKLIN STREET RICHMOND, VA 23220	54-0139980	501 (C)3	39,325.	0.			GENERAL PURPOSES
COMMUNITY FOUNDATION OF THE GUNNISON VALLEY - P.O. BOX 7057 - GUNNISON, CO 81230	31-1650658	501 (C)3	16,000.	0.			THE WTR FUND
CORNUCOPIA INSTITUTE P.O. BOX 126 CORNUCOPIA, WI 54827	20-1075143	501 (C)3	10,000.	0.			GENERAL PURPOSES
CORPORATION FOR JEFFERSON'S POPLAR FOREST - P.O. BOX 419 - FOREST, VA 24551-0419	54-1258296	501(C)(3)	21,500.	0.			GENERAL PURPOSES

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CREWE RAILROAD MUSEUM 100 VIRGINIA AVENUE CREWE, VA 23930	90-1011597	501(C)(3)	5,167.	0.			GENERAL PURPOSES
CROSS OVER MINISTRY, INC. 8600 QUIOCCASIN ROAD, SUITE 101 RICHMOND, VA 23229	54-1371067	501(C)(3)	109,922.	0.			GENERAL PURPOSES
CULTUREWORKS, INC. 1906-A NORTH HAMILTON STREET RICHMOND, VA 23230-4113	54-6059009	501(C)(3)	171,992.	0.			GENERAL PURPOSES
CURE ALZHEIMERS FUND 34 WASHINGTON STREET, SUITE 200 WELLESLEY, MA 02481	52-2396428	501 (C)3	7,750.	0.			GENERAL PURPOSES
CONGREGATION OR ATID 10625 PATTERSON AVE. RICHMOND, VA 23238	54-1373958	501(C)(3)	48,356.	0.			GENERAL PURPOSES
COORDINATORS 2 8100 THREE CHOPT RD, SUITE 101 RICHMOND, VA 23229	54-1448387	501 (C)3	15,000.	0.			GENERAL PURPOSES
CRISTO REY RICHMOND HIGH SCHOOL, INC. - 7800 CAROUSEL LANE - HENRICO, VA 23294	81-2742073	501(C)(3)	21,000.	0.			GENERAL PURPOSES
DANCING CLASSROOMS GREATER RICHMOND - 5806 GROVE AVE, MAILBOX 330 - RICHMOND, VA 23226	45-5203187	501(C)(3)	7,300.	0.			GENERAL PURPOSES
DAVIDSON COLLEGE, DEV OFFICE, P.O. BOX 7173 DAVIDSON, NC 28035	56-0529961	501 (C)3	9,500.	0.			GENERAL PURPOSES

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DOCTORS WITHOUT BORDERS 333 SEVENTH AVENUE 2ND FLOOR NEW YORK, NY 10001-5004	13-3433452	501(C)(3)	19,350.	0.			GENERAL PURPOSES
EMBRACE P.O. BOX 25880 RICHMOND, VA 23260	20-2535599	501(C)(3)	25,000.	0.			GENERAL PURPOSES
ENERGYSHARE MANAGEMENT -19 FL, P.O. BOX 26666 RICHMOND, VA 23291	54-1667945	COMMONWEALTH OF	35,000.	0.			PROGRAM SUPPORT
EPISCOPAL SCHOOL OF DALLAS 4100 MERRELL RD DALLAS, TX 75229	75-2205213	501 (C)3	255,250.	0.			GENERAL PURPOSES
ELIJAH HOUSE ACADEMY 6627-B JAHNKE ROAD CHESTERFIELD, VA 23225	54-1522331	501(C)(3)	128,504.	0.			GENERAL PURPOSES, SCHOLARSHIP SUPPORT
ELK HILL FARM, INC. P.O. BOX 99 GOOCHLAND, VA 23063	23-7071154	501(C)(3)	92,700.	0.			GENERAL PURPOSES
FIRST BAPTIST CHURCH 2709 MONUMENT AVE. RICHMOND, VA 23220	54-0515710	501(C)(3)	27,750.	0.			GENERAL PURPOSES
EMMANUEL CHURCH AT BROOK HILL (BLAIR PARISH) - 1214 WILMER AVENUE - RICHMOND, VA 23227	31-1629166	501 (C)3	15,500.	0.			GENERAL PURPOSES
EMMANUEL EPISCOPAL CHURCH 660 SOUTH MAIN STREET HARRISONBURG, VA 22801		501 (C)3	18,968.	0.			GENERAL PURPOSES

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ENRICHMOND FOUNDATION 100 NORTH 17TH STREET RICHMOND, VA 23219	54-1610700	501 (C)3	11,000.	0.			GENERAL PURPOSES
ENVIRONMENTAL DEFENSE FUND 257 PARK AVENUE SOUTH NEW YORK, NY 10010	11-6107128	501 (C)3	20,000.	0.			GENERAL PURPOSES
FREE CLINIC OF POWHATAN 3908 OLD BUCKINGHAM RD. SUITE 1 POWHATAN, VA 23139	26-1275136	501 (C)3	16,500.	0.			PROGRAM SUPPORT
EPISCOPAL DIOCESE OF VIRGINIA 110 WEST FRANKLIN STREET RICHMOND, VA 23220		501 (C)3	8,000.	0.			CAMP SUPPORT
ETERNITY CHURCH 1900 CHAMBERLAYNE AVENUE RICHMOND, VA 23222	01-0662283	501 (C)3	17,500.	0.			GENERAL PURPOSES
EXCEL TO EXCELLENCE, INC. 11357 NUCKOLS ROAD, #181 GLEN ALLEN, VA 23059	80-0564819	501(C)(3)	20,000.	0.			GENERAL PURPOSES
GINTER PARK ELEMENTARY SCHOOL 3817 CHAMBERLAYNE AVE. RICHMOND, VA 23227		HENRICO COUNTY	7,500.	0.			R.E.B. LEADERSHIP GRANT
GIRLS FOR A CHANGE P.O. BOX 14844 RICHMOND, VA 23221	26-0035835	501 (C)3	5,025.	0.			GENERAL PURPOSES
FAMILY LIFELINE 2325 WEST BROAD STREET RICHMOND, VA 23220	54-0737133	501(C)(3)	72,502.	0.			GENERAL PURPOSES OF CHIP

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GLASSROOTS 10 BLEEKER ST. NEWARK, NJ 07102	22-3671890	501(C)(3)	20,000.	0.			GENERAL PURPOSES
FARM-TO-CONSUMER FOUNDATION 2692 MADISON ROAD, SUITE N1-371 CINCINNATI, OH 45208	26-0758408	501(C)(3)	10,000.	0.			GENERAL PURPOSES
FEEDMORE, INC 1415 RHOADMILLER STREET RICHMOND, VA 23220	54-1150923	501(C)(3)	216,679.	0.			GENERAL PURPOSES
GLEN ALLEN ELEMENTARY SCHOOL 11101 MILL ROAD GLEN ALLEN, VA 23060	22-3671890	HENRICO COUNTY	8,375.	0.			EDUCATIONAL INITIATIVES
FELLOWSHIP OF CHRISTIANS IN UNIVERSITIES & SCHOOLS - P.O. BOX 1027 - NEW CANAAN, CT 06840	06-0870830	501(C)(3)	23,750.	0.			PROGRAM SUPPORT
FIRST PRESBYTERIAN CHURCH 4602 CARY STREET ROAD RICHMOND, VA 23226	54-0565002	501(C)(3)	62,300.	0.			GENERAL PURPOSES
GLOUCESTER -MATHEWS HUMANE SOCIETY INC. - P.O. BOX 385 - GLOUCESTER, VA 23061-0385	51-0206238	501(C)(3)	7,574.	0.			GENERAL PURPOSES
FOCUSED ULTRASOUND SURGERY FOUNDATION - 1230 CEDARS COURT SUITE F - CHARLOTTESVILLE, VA 22903	20-5744808	501(C)(3)	55,750.	0.			GENERAL PURPOSES
FOREST HISTORY SOCIETY, INC. 701 WILLIAM VICKERS AVENUE DURHAM, NC 27701	41-0762363	501(C)(3)	6,200.	0.			NEW BUILDING FUND

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FOUNDATION FOR HISTORIC CHRIST CHURCH - P.O. BOX 24 - IRVINGTON, VA 22480	54-6043163	501 (C)3	10,250.	0.			GENERAL PURPOSES
FOUNDATION FOR REHABILITATION EQUIPMENT & ENDOWMENT - P.O. BOX 8873 - ROANOKE, VA 24014	54-1934695	501 (C)3	15,000.	0.			PROGRAM SUPPORT
FOUNDATION FOR SOUTHEAST TEXAS P.O. BOX 3092 BEAUMONT, TX 77704	76-0530567	501(C)(3)	93,395.	0.			ENDOWMENT SUPPORT
FRIENDS ASSOCIATION FOR CHILDREN 1004 ST. JOHN STREET RICHMOND, VA 23220	54-0505899	501(C)(3)	88,916.	0.			GENERAL PURPOSES
GOOCHLAND COUNTY VOLUNTEER FIRE-RESCUE ASSOCIATION INC. - P.O. BOX 247 - GOOCHLAND, VA 23063	54-6054246	501(C)(3)	7,750.	0.			GENERAL PURPOSES
FRIENDS OF HOLLYWOOD CEMETERY 412 SOUTH CHERRY STREET RICHMOND, VA 23220	26-0540502	501(C)(3)	10,250.	0.			GENERAL PURPOSES
FRIENDS OF THE SPANISH MOSS TRAIL P.O. BOX 401 BEAUFORT, SC 29901	45-5205655	501(C)(3)	10,000.	0.			PROGRAM SUPPORT
FRIENDS OF THE VIRGINIA STATE ARCHIVES - P.O. BOX 4804 - RICHMOND, VA 23220	26-3307554	501(C)(3)	8,885.	0.			PROGRAM SUPPORT
GOODWILL OF CENTRAL AND COASTAL VIRGINIA, INC. - 6301 MIDLOTHIAN TURNPIKE - RICHMOND, VA 23225	54-0455395	501(C)(3)	52,500.	0.			CAPITAL CAMPAIGN

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FUND FOR THE CITY OF NEW YORK INC. 121 AVENUE OF THE AMERICAS 6TH FLOOR NEW YORK, NY 10013-1590	13-2612524	501(C)(3)	10,000.	0.			PROGRAM SUPPORT
FURMAN UNIVERSITY 3300 POINSETT HIGHWAY GREENVILLE, SC 29613	57-0314395	501(C)(3)	25,500.	0.			THE TRUE ART FUND
GOVERNOR'S SCHOOL FOR GOVERNMENT & INTERNATIONAL STUDIES FOUNDATION - 1000 NORTH LOMBARDY STREET - RICHMOND, VA 23220	54-1608930	501(C)(3)	29,000.	0.			EDUCATIONAL INITIATIVES
GATEWAY HOMES, INC. 4901 LIBBIE MILL EAST BOULEVARD SUI RICHMOND, VA 23230	54-1264177	501(C)(3)	10,000.	0.			GENERAL PURPOSES
GREATER RICHMOND BAR FOUNDATION P.O. BOX 3954 NORTH CHESTERFIELD, VA 23235	54-1081082	501 (C)3	25,000.	0.			PROGRAM SUPPORT
GROUNDWORK RVA 3001 MEADOWBRIDGE RD RICHMOND, VA 23222	46-2191744	501(C)(3)	7,500.	0.			GENERAL PURPOSES
GLOUCESTER COUNTY PUBLIC LIBRARY P.O. BOX 2380 GLOUCESTER, VA 23061		501(C)(3)	7,792.	0.			GENERAL PURPOSES
GLOUCESTER HOUSING PARTNERSHIP P.O. BOX 1688 GLOUCESTER, VA 23061	54-1635676	501(C)(3)	8,022.	0.			GENERAL PURPOSES
GLOUCESTER-MATHEWS FREE CLINIC P.O. BOX 684 GLOUCESTER, VA 23061	54-1875619	501(C)(3)	20,373.	0.			GENERAL PURPOSES

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GOOCHLAND EDUCATIONAL FOUNDATION, INC. - 2938-I RIVER ROAD WEST - GOOCHLAND, VA 23063	26-4409476	501 (C)3	32,000.	0.			EDUCATIONAL INITIATIVES
GOOCHLAND FREE CLINIC AND FAMILY SERVICES - P.O. BOX 116 - GOOCHLAND, VA 23063	54-1967650	501(C)(3)	198,226.	0.			GENERAL PURPOSES
GOOD NEIGHBOR FREE MEDICAL CLINIC OF BEAUFORT - 30 PROFESSIONAL VILLAGE CIRCLE - BEAUFORT, SC 29967	26-0335357	501 (C)3	50,000.	0.			PROGRAM SUPPORT
GRACE & HOLY TRINITY EPISCOPAL CHURCH - 8 NORTH LAUREL STREET - RICHMOND, VA 23220		501 (C)3	29,750.	0.			MUSIC PROGRAM
GRACE EPISCOPAL CHURCH P.O. BOX 1059 KILMARNOCK, VA 22482		501 (C)3	16,750.	0.			GENERAL PURPOSES
HABITAT FOR HUMANITY, POWHATAN P.O. BOX 416 POWHATAN, VA 23139	54-2018476	501(C)(3)	15,000.	0.			PROGRAM SUPPORT
GREATER CLEVELAND FOOD BANK 15500 SOUTH WATERLOO ROAD CLEVELAND, OH 44110	34-1292848	501(C)(3)	10,000.	0.			GENERAL PURPOSES
HANDSON GREATER RICHMOND 7501 BOULDERS VIEW DRIVE, #101 RICHMOND, VA 23225	20-8227522	501(C)(3)	8,750.	0.			YOUTH PROGRAMMING
GREATER RICHMOND CHAMBER FOUNDATION - P.O. BOX 1598 - RICHMOND, VA 23218	51-0252958	501(C)(3)	636,099.	0.			FUTURE RVA, SMART BEGINNINGS, CAPACITY BUILDING, OTHER PROGRAMS

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
GREATER RICHMOND FIT4KIDS, INC. 2500 W. BROAD STREET RICHMOND, VA 23220	27-2817718	501 (C)3	74,920.	0.			GENERAL PURPOSES
GREATER RICHMOND SCAN-STOP CHILD ABUSE NOW, INC. - 103 EAST GRACE STREET - RICHMOND, VA 23219	54-1584969	501(C)(3)	71,200.	0.			GENERAL PURPOSES
HANOVER EDUCATION FOUNDATION P.O. BOX 1297 ASHLAND, VA 23005	54-1573406	501(C)(3)	7,500.	0.			GENERAL PURPOSES
HANOVER TAVERN FOUNDATION 13181 HANOVER COURTHOUSE RD HANOVER, VA 23069	54-1559861	501(C)(3)	6,500.	0.			PROGRAM SUPPORT
HABITAT FOR HUMANITY MIDDLESEX P.O. BOX 492 HARTFIELD, VA 23071	54-1978629	501 (C)3	20,000.	0.			PROGRAM SUPPORT
HAMPDEN-SYDNEY COLLEGE COLLEGE ROAD, BOX 128 HAMPDEN SYDNEY, VA 23943-0128	54-0505906	501(C)(3)	48,946.	0.			SCHOLARSHIPS
HAMPTON ROADS COMMUNITY FOUNDATION 101 WEST MAIN STREET SUITE 4500 NORFOLK, VA 23510	54-2035996	501(C)(3)	7,427.	0.			GENERAL PURPOSES
HANDS ACROSS MATHEWS INTERFAITH SERVICE COUNCIL - P.O. BOX 1303 - MATHEWS, VA 23109	54-1440260	501(C)(3)	28,829.	0.			GENERAL PURPOSES
HANDS ACROSS MIDDLESEX INTERFAITH OUTREACH - P.O. BOX 85 - LOCUST HILL, VA 23092	54-1683734	501(C)(3)	10,000.	0.			HANDS ACROSS MIDDLESEX

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HARGRAVE MILITARY ACADEMY 200 MILITARY DR. CHATHAM, VA 24531	54-0584800	501(C)(3)	50,000.	0.			MATCHING CHALLENGE GRANT
HARRISONBURG RESCUE SQUAD, INC. P.O. BOX 1477 HARRISONBURG, VA 22803	23-7061809	501(C)(3)	18,968.	0.			GENERAL PURPOSES
HAYMORE MEMORIAL BAPTIST CHURCH P. O BOX 27 MOUNT AIRY, NC 27030		501(C)(3)	24,368.	0.			GENERAL PURPOSES
HEALTH BRIGADE 1010 N. THOMPSON STREET RICHMOND, VA 23230	54-0927792	501(C)(3)	30,993.	0.			GENERAL PURPOSES
HENRICO HUMANE SOCIETY P.O. BOX 28014 RICHMOND, VA 23228	54-1598149	501 (C)3	15,000.	0.			CAPACITY BUILDING
HERITAGE HUMANE SOCIETY 430 WALLER MILL ROAD WILLIAMSBURG, VA 23185	54-1641580	501 (C)3	9,831.	0.			GENERAL PURPOSES
HIGHER ACHIEVEMENT PROGRAM, INC. 4009 FITZHUGH AVENUE, SUITE 200 RICHMOND, VA 23230	52-1383374	501 (C)3	112,040.	0.			GENERAL PURPOSES
HARPS FOUNDATION 4101 GROVE AVE. RICHMOND, VA 23221	31-1657824	501 (C)3	6,500.	0.			PROGRAM SUPPORT
HISTORIC RICHMOND FOUNDATION 4 EAST MAIN STREET, SUITE 1C RICHMOND, VA 23219	54-6026404	501(C)(3)	31,772.	0.			GENERAL PURPOSES

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HOBART & WILLIAM SMITH COLLEGES 300 PULTENEY STREET GENEVA, NY 14456	16-0743040	501 (C)3	6,000.	0.			GENERAL PURPOSES
HOLLINS UNIVERSITY CORPORATION, DEVELOPMENT & ALUMNAE RELATIONS - P.O. BOX 9629 - ROANOKE, VA 24020-1629	54-0506314	501(C)(3)	57,342.	0.			GENERAL PURPOSES
HOMEAGAIN, P.O. P.O. BOX 5222 RICHMOND, VA 23220-0222	54-1159513	501(C)(3)	44,500.	0.			CAPACITY BUILDING
HOMEWARD 1125 COMMERCE ROAD RICHMOND, VA 23224-7505	05-0606153	501 (C)3	231,233.	0.			GENERAL PURPOSES
HOPE CHURCH 12445 PATTERSON AVENUE HENRICO, VA 23238	54-1851419	501 (C)3	40,000.	0.			GENERAL PURPOSES
HOPE INTERNATIONAL 227 GRANITE RUN DRIVE, SUITE 250 LANCASTER, PA 17601	23-2836648	501(C)(3)	15,000.	0.			PROGRAM SUPPORT
HARVARD COLLEGE 1254 MOUNT AUBURN ST. CAMBRIDGE, MA 02138-5795	04-2103580	501(C)(3)	5,250.	0.			GENERAL PURPOSES
HOSPITAL HOSPITALITY HOUSE OF RICHMOND - 612 EAST MARSHALL STREET - RICHMOND, VA 23219	54-1240348	501(C)(3)	45,042.	0.			PROGRAM SUPPORT
HOUSING FAMILIES FIRST 3900 NINE MILE ROAD HENRICO, VA 23223	54-1995917	501(C)(3)	34,297.	0.			ANNUAL FUND

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HOUSING OPPORTUNITIES MADE EQUAL OF VIRGINIA - 626 EAST BROAD STREET SUITE 400 - RICHMOND, VA 23219	23-7303018	501 (C)3	75,500.	0.			GENERAL PURPOSES
HOWARD UNIVERSITY MEDICAL ALUMNI ASSOCIATION - 2225 GEORGIA AVENUE NW SUITE 801 - WASHINGTON, DC 20059	52-0808438	501 (C)3	5,075.	0.			GENERAL PURPOSES
INITIATIVES OF CHANGE 2201 WEST BROAD STREET SUITE 200 RICHMOND, VA 23220	38-1606320	501(C)(3)	10,250.	0.			GENERAL PURPOSES
INSPIRE INTERNATIONAL 1900 CHAMBERLAYNE AVENUE RICHMOND, VA 23222	25-1457139	501(C)(3)	15,700.	0.			GENERAL PURPOSES
INTERLOCHEN CENTER FOR THE ARTS P.O. BOX 199 INTERLOCHEN, MI 49643-0199	38-1689022	501(C)(3)	10,000.	0.			SUMMER SCHOLARSHIP PROGRAM
J STREET EDUCATION FUND P.O. BOX 66073 WASHINGTON, DC 20035	20-2777557	501(C)(3)	10,000.	0.			GENERAL PURPOSES
HISTORIC SANDUSKY FOUNDATION 757 SANDUSKY DRIVE LYNCHBURG, VA 24502	54-2014523	501 (C)3	20,000.	0.			SUPPORT FOR BUILDING RENOVATION
J. SARGEANT REYNOLDS COMMUNITY COLLEGE EDUCATIONAL FOUNDATION - P.O. BOX 26924 - RICHMOND, VA 23261-6924	54-1130296	501(C)(3)	7,209.	0.			ANNUAL FUND
JACOB'S LADDER, INC. P.O. BOX 555 URBANNA, VA 23175	54-1717138	501(C)(3)	19,975.	0.			PROGRAM SUPPORT

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JAMES HOUSE INTERVENTION/PREVENTION SERVICES - 6610 COMMONS DRIVE - PRINCE GEORGE, VA 23875	54-1774908	501(C)(3)	40,099.	0.			PROGRAM SUPPPORT
JAMES RIVER ASSOCIATION 4833 OLD MAIN STREET RICHMOND, VA 23231	51-0211913	501(C)(3)	45,750.	0.			ANNUAL FUND
JAMESTOWN YORKTOWN FOUNDATION, INC. - P.O. BOX 3605 - WILLIAMSBURG, VA 23187-3605	31-1618642	501(C)(3)	22,407.	0.			ANNUAL FUND
JEWISH COMMUNITY CENTER 5403 MONUMENT AVENUE RICHMOND, VA 23226	54-0535104	501 (C)3	8,820.	0.			GENERAL PURPOSES
JEWISH COMMUNITY FEDERATION OF RICHMOND - 5403 MONUMENT AVENUE - RICHMOND, VA 23226	54-0524512	501 (C)3	153,017.	0.			GENERAL PURPOSES
HOPEWELL PUBLIC SCHOOL FOUNDATION' 103 NORTH 12TH AVE. HOPEWELL, VA 23860	54-1448944	501(C)(3)	15,000.	0.			EDUCATIONAL INITIATIVES
HOSPICE OF SURRY COUNTY, INC. 401 TECHNOLOGY LANE #200 MOUNT AIRY, NC 27030	56-1346589	501(C)(3)	17,605.	0.			TO SUPPORT WOLTZ HOSPICE HOUSE
JOBS FOR LIFE P.O. BOX 20368 RALEIGH, NC 27619	56-2193808	501(C)(3)	5,680.	0.			PROGRAM SUPPORT
IN MEDIAS RES 3 UNIVERSITY CIRCLE CHARLOTTESVILLE, VA 22903	54-1759732	501 (C)3	50,000.	0.			PROGRAM SUPPORT

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JUNIOR ACHIEVEMENT OF CENTRAL VIRGINIA - 7217 WEST BROAD STREET - RICHMOND, VA 23294	54-0803325	501(C)(3)	122,500.	0.			ANNUAL FUND
INDIAN RIVER COMMUNITY FOUNDATION' P.O. BOX 643968 VERO BEACH, FL 32964	20-1729243	501(C)(3)	50,000.	0.			KANAWHA FUND
INTERNATIONAL COOPERATING MINISTRIES - 1901 N. ARMISTEAD AVE. - HAMPTON, VA 23666-4311	54-6338714	501(C)(3)	50,000.	0.			GENERAL PURPOSES
KIDS FIRST FOUNDATION P.O. BOX 1266 WHITE STONE, VA 22578	35-2511148	501(C)(3)	21,000.	0.			PROGRAM SUPPORT
KINGDOM LIFE MINISTRIES 2330 BANSTEAD ROAD MIDLOTHIAN, VA 23113	59-3782104	501(C)(3)	108,600.	0.			GENERAL PURPOSES
KIPP DC, INC., 2600 VIRGINIA AVENUE NW - 2600 VIRGINIA AVENUE NW, SUITE 900 - WASHINGTON, DC 20037	74-2974642	501(C)(3)	25,000.	0.			GENERAL PURPOSES
INTERNATIONAL RESCUE COMMITTEE 8100 THREE CHOPT RD, SUITE 128 RICHMOND, VA 23229	13-5660870	501 (C)3	30,000.	0.			PROGRAM SUPPORT
JAMES MADISON UNIVERSITY FOUNDATION - LEELOU ALUMNI CTR, MSC 8501 - HARRISONBURG, VA 22807	23-7156305	501 (C)3	26,000.	0.			ANNUAL FUND
JANE GOODALL INSTITUTE FOR WILDLIFE RESEARCH, EDUCATION & CONSERVATION - 1595 SPRING HILL ROAD SUITE 550 - VIENNA, VA 22182	94-2474731	501(C)(3)	20,000.	0.			GENERAL PURPOSES

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LEADERSHIP METRO RICHMOND 9211 FOREST HILL AVE, STE. 200A RICHMOND, VA 23235	54-2041993	501(C)(3)	118,037.	0.			GENERAL PURPOSES
LEWIS GINTER BOTANICAL GARDEN, INC. - 1800 LAKESIDE AVENUE - RICHMOND, VA 23228	54-1273467	501(C)(3)	71,500.	0.			GENERAL PURPOSES
LINKING HOPE AND HELP P.O. BOX 491 KILMARNOCK, VA 22482	45-3826397	501(C)(3)	8,771.	0.			GENERAL PURPOSES
LITTLE SISTERS OF THE POOR IN RICHMOND - 1503 MICHAELS ROAD - HENRICO, VA 23229	54-0608201	501(C)(3)	14,928.	0.			GENERAL PURPOSES
LIVING WATER LUTHERAN CHURCH P.O. BOX 818 KILMARNOCK, VA 22482		501 (C)3	5,500.	0.			GENERAL PURPOSES
LOCAL INITIATIVES SUPPORT CORPORATION - 413 STUART CIRCLE SUITE 300 - RICHMOND, VA 23220	13-3030229	501(C)(3)	24,185.	0.			PROGRAM SUPPORT
JEFFERSON SCHOLARS FOUNDATION P.O. BOX 400891 CHARLOTTESVILLE, VA 22904	31-1755873	501(C)(3)	8,500.	0.			EDUCATIONAL INITIATIVES
JEWISH COMMUNITY FEDERATION OF SAN FRANCISCO - 121 STEUART ST. - SAN FRANCISCO, CA 94105	94-1156533	501(C)(3)	50,000.	0.			THE J. SISISKY AND J. SALKY FAMILY FUND
MAKE-A-WISH FOUNDATION OF GREATER VIRGINIA - 2810 NORTH PARHAM ROAD, #302 - HENRICO, VA 23294-4434	54-1429614	501 (C)3	16,000.	0.			GENERAL PURPOSES

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MARINE CORPS HERITAGE FOUNDATION 3800 FETTLER PARK DRIVE SUITE 104 DUMFRIES, VA 22025	26-0803466	501(C)(3)	20,000.	0.			GENERAL PURPOSES
JEWISH FAMILY SERVICES 6718 PATTERSON AVE. RICHMOND, VA 23226	54-0526201	501(C)(3)	34,500.	0.			GENERAL PURPOSES
MARY BALL WASHINGTON MUSEUM & LIBRARY, INC. - P.O. BOX 97 - LANCASTER, VA 22503	54-0975119	501(C)(3)	50,661.	0.			GENERAL PURPOSES
JEWISH FEDERATION OF GREATER PHILADELPHIA - 2100 ARCH ST. - PHILADELPHIA, PA 19103	23-1500085	501 (C)3	15,000.	0.			GENERAL PURPOSES
MATHEWS COUNTY PUBLIC SCHOOLS P.O. BOX 369 MATHEWS, VA 23109		MATHEWS CO	34,980.	0.			EDUCATIONAL INITIATIVES
JUVENILE DIABETES RESEARCH FOUNDATION, CENTRAL VA CHAPTER - 1801 LIBBIE AVE. SUITE 106 - RICHMOND, VA 23226	23-1907729	501(C)(3)	23,000.	0.			PROGRAM SUPPORT
KANUGA CONFERENCES, INC. P.O. BOX 250 HENDERSONVILLE, NC 28793	56-0599223	501(C)(3)	25,000.	0.			GENERAL PURPOSES
MAYMONT FOUNDATION 1700 HAMPTON STREET RICHMOND, VA 23220	54-6039788	501(C)(3)	164,938.	0.			GENERAL PURPOSES
MECKLENBURG SCHOLARSHIP ASSOCIATION - 912 W. SYCAMORE STREET - CHASE CITY, VA 23924	54-6040510	501(C)(3)	10,258.	0.			SCHOLARSHIPS

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MEDICAL COLLEGE OF VIRGINIA FOUNDATION - P.O. BOX 980234 - RICHMOND, VA 23284-0234	54-6053660	501(C)(3)	624,378.	0.			GENERAL PURPOSES
MENOKIN FOUNDATION P.O. BOX 1221 WARSAW, VA 22572	54-1735338	501(C)(3)	11,500.	0.			GENERAL PURPOSES
KEEWAYDIN FOUNDATION 10 KEEWAYDIN RD SALISBURY, VT 05769-9786	04-2721019	501 (C)3	7,250.	0.			SCHOLARSHIPS
KING WILLIAM COUNTY HISTORICAL SOCIETY - P.O. BOX 233 - KING WILLIAM, VA 23086	54-1854584	501 (C)3	19,118.	0.			PROGRAM SUPPORT
LANDCASTER/NORTHUMBERLAND HABITAT FOR HUMANITY - P.O. BOX 908 - KILMARNOCK, VA 22482	54-1810325	501 (C)3	5,500.	0.			GENERAL PURPOSES
MIDDLESEX COUNTY DEPARTMENT OF SOCIAL SERVICES - P.O. BOX 216 - URBANNA, VA 23175-0216		MIDDLESEX	32,819.	0.			PROGRAM SUPPORT
MILES B. CARPENTER MUSEUM, INC. P.O. BOX 1376 WAVERLY, VA 23890-1376	54-1468456	501 (C)3	5,664.	0.			OPERATING AND PROGRAM SUPPORT
MOBILE SYMPHONY, INC. P.O. BOX 3127 MOBILE, AL 36652-3127	23-7070234	501(C)(3)	20,000.	0.			GENERAL PURPOSES
MONROE PARK CONSERVANCY P.O. BOX 25926 RICHMOND, VA 23260	38-3840559	501(C)(3)	41,500.	0.			GENERAL PURPOSES

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LUCY CORR FOUNDATION, INC. 6800 LUCY CORR BOULEVARD CHESTERFIELD, VA 23832	54-2010957	501(C)(3)	6,174.	0.			GENERAL PURPOSES
MASSEY CANCER CENTER P.O. BOX 980234 RICHMOND, VA 23284	54-6053660	501(C)(3)	142,899.	0.			GENERAL PURPOSES
MATHEWS COUNTY LAND CONSERVANCY P.O. BOX 306 MATHEWS, VA 23109	54-1705572	501(C)(3)	17,573.	0.			GENERAL PURPOSES
MATHEWS DEPARTMENT OF SOCIAL SERVICES - P.O. BOX 925 - MATHEWS, VA 23109		MATHEWS CO	21,312.	0.			PROGRAM SUPPORT
MATHSCIENCE INNOVATION CENTER FOUNDATION - 2401 HARTMAN ST. - RICHMOND, VA 23223	62-1381469	501(C)(3)	5,512.	0.			EDUCATIONAL INITIATIVES
NATIONAL D-DAY MEMORIAL FOUNDATION, LTD. - P.O. BOX 77 - BEDFORD, VA 24523	54-1504679	501(C)(3)	5,913.	0.			GENERAL PURPOSES
MCSHIN FOUNDATION 2300 DUMBARTON RD. RICHMOND, VA 23228	20-1327278	501(C)(3)	12,850.	0.			GENERAL PURPOSES
NATURAL RESOURCES DEFENSE COUNCIL, INC. - 40 WEST 20TH STREET - NEW YORK, NY 10011	13-2654926	501 (C)3	10,000.	0.			PROGRAM SUPPORT
NEIGHBORHOOD RESOURCE CENTER 1519 WILLIAMSBURG ROAD RICHMOND, VA 23231	33-1024355	501(C)(3)	54,500.	0.			PROGRAM SUPPORT

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NEEDLE'S EYE MINISTRIES, INC. 104 BERRINGTON COURT RICHMOND, VA 23221	54-1057092	501(C)(3)	32,883.	0.			GENERAL PURPOSES
MEGA MENTORS 13900 HULL ST. MIDLOTHIAN, VA 23113	37-1700539	501(C)(3)	20,000.	0.			PROGRAM SUPPPORT
METROPOLITAN RICHMOND SPORTS BACKERS, INC. - 100 AVENUE OF CHAMPIONS SUITE 300 - RICHMOND, VA 23230	54-1592267	501(C)(3)	160,314.	0.			GENERAL PURPOSES
NEXT MOVE PROGRAM P.O. BOX 73522 RICHMOND, VA 23235	47-5067686	501(C)(3)	20,000.	0.			GENERAL PURPOSES
MIDDLE PENINSULA-NORTHERN NECK MENTAL HEALTH - P.O. BOX 400314 - SALUDA, VA 23149	54-0958505	501 (C)3	6,387.	0.			RUAL INFANT SERVICES PROGRAM
NORTHERN NECK - MIDDLESEX FREE HEALTH CLINIC INC. - P.O. BOX 1694 - KILMARNOCK, VA 22482	54-1679279	501(C)(3)	142,312.	0.			GENERAL PURPOSES
NORTHERN NECK FOOD BANK P.O. BOX 735 WARSAW, VA 22572	27-3080400	501 (C)3	28,500.	0.			GENERAL PURPOSES
MIDDLESEX COUNTY PUBLIC SCHOOLS P.O. BOX 205 SALUDA, VA 23149		MIDDLESEX CO	61,000.	0.			EDUCATIONAL INITIATIVES
NORTHSTAR ACADEMY 8055 SHRADER ROAD RICHMOND, VA 23294	54-1816370	501 (C)3	54,100.	0.			EDUCATIONAL INITIATIVES

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MIDDLESEX COUNTY WOMAN'S CLUB INC. P.O. BOX 823 URBANNA, VA 23175		MIDDLESEX CO	5,649.	0.			PROGRAM SUPPORT
ONEVIRGINIA2021 FOUNDATION P.O. BOX 1054 RICHMOND, VA 23218	46-4733304	501(C)(3)	26,000.	0.			PROGRAM SUPPORT
OPERATION HEALING FORCES, INC. 380 PARK PLACE BOULEVARD, #175 CLEARWATER, FL 33759	45-3798803	501(C)(3)	53,000.	0.			GENERAL PURPOSES
MIDDLESEX WATER AUTHORITY 44 OAKES LANDING RD, P.O. BOX 428 SALUDA, VA 23149	05-0576889	501(C)(3)	60,000.	0.			PROGRAM SUPPORT
PARTNERSHIP FOR FAMILIES FOUNDATION - 800 WEST GRAHAM ROAD - RICHMOND, VA 23222	27-3330011	501 (C)3	51,500.	0.			PROGRAM SUPPORT
MOBJACK ROWING ASSOCIATION P.O. BOX 14425 WARE NECK, VA 23178	54-1945906	501(C)(3)	15,524.	0.			GENERAL PURPOSES
MONTPELIER FOUNDATION P.O. BOX 911 ORANGE, VA 22960	31-1620682	501(C)(3)	25,150.	0.			GENERAL PURPOSES
PARTNERSHIP FOR THE FUTURE 4521 HIGHWOODS PARKWAY GLEN ALLEN, VA 23060-6148	31-1482889	501(C)(3)	96,250.	0.			PROGRAM SUPPORT
PATRICK HENRY BOYS & GIRLS PLANTATION, INC. - 860 RED HILL ROAD P.O. BOX 1398 - BROOKNEAL, VA 24528	54-0660819	501(C)(3)	23,771.	0.			GENERAL PURPOSES

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
PENINSULA METROPOLITAN YMCA 41 OLD OYSTER POINT ROAD, SUITE C NEWPORT NEWS, VA 23602	54-0524905	501(C)(3)	86,831.	0.			PROGRAM SUPPORT
PEOPLE CYCLE, INC. 1717 SUMMIT AVENUE RICHMOND, VA 23230	58-2508155	501(C)(3)	6,250.	0.			GENERAL PURPOSES
PETER PAUL DEVELOPMENT CENTER 1708 NORTH 22ND STREET RICHMOND, VA 23223	54-1137164	501(C)(3)	299,386.	0.			GENERAL PURPOSES, PROGRAM SUPPORT
NC STATE NATURAL RESOURCES FOUNDATION - CAMPUS BOX 7474 - RALEIGH, NC 27695	56-6049504	501(C)(3)	6,000.	0.			SUMMER SCHOLARSHIP PROGRAMS
PIEDMONT ENVIRONMENTAL COUNCIL 45 HORNER STREET P.O. BOX 460 WARRENTON, VA 20188-0460	54-0935569	501(C)(3)	8,750.	0.			GENERAL PURPOSES
POSITIVE VIBE FOUNDATION 2825 HATHAWAY ROAD RICHMOND, VA 23225	80-0016181	501(C)(3)	39,000.	0.			EDUCATIONAL INITIATIVES
PRASAD PROJECT 465 BRICKMAN ROAD HURLEYVILLE, NY 12747	14-1751086	501 (C)3	25,000.	0.			PROGRAM SUPPORT
PREGNANCY RESOURCE CENTER OF METROPOLITAN RICHMOND - 1510 WILLOW LAWN DRIVE, #200 - RICHMOND, VA 23230	52-1280960	501(C)(3)	7,350.	0.			GENERAL PURPOSES
NEW YORK HARBOR FOUNDATION 10 SOUTH ST. SLIP 7 NEW YORK, NY 10004	27-2918478	501(C)(3)	15,750.	0.			GENERAL PURPOSES

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NORTHERN NECK ORCHESTRA CORPORATION - P.O. BOX 263 - KILMARNOCK, VA 22482	54-1927050	501 (C)3	5,250.	0.			PROGRAM SUPPORT
PROJECT:HOMES 88 CARNATION STREET RICHMOND, VA 23225	54-1595851	501(C)(3)	15,000.	0.			PROGRAM SUPPORT
PROTESTANT EPISCOPAL HIGH SCHOOL IN VIRGINIA - 1200 NORTH QUAKER LANE - ALEXANDRIA, VA 22302-3000	54-0506326	501(C)(3)	9,500.	0.			GENERAL PURPOSES
PROVIDENCE FORGE PRESBYTERIAN CHURCH - 9310 TOWNSEND ROAD P.O. BOX 239 - PROVIDENCE FORGE, VA 23140		501 (C)3	10,000.	0.			BUILDING FUND
NORTHUMBERLAND PUBLIC LIBRARY 7204 NORTHUMBERLAND HIGHWAY HEATHSVILLE, VA 22473	23-7057576	501 (C)(3)	10,000.	0.			GENERAL PURPOSES
OAK KNOLL MIDDLE SCHOOL 10295 CHAMBERLAYNE ROAD MECHANICSVILLE, VA 23116		HANOVER COUNTY	7,500.	0.			R.E.B. LEADERSHIP GRANT
ONE VOICE CHORUS 0 EAST 4TH ST., STUDIO 52 RICHMOND, VA 23224	41-2132574	501(C)(3)	11,000.	0.			GENERAL PURPOSES
RANDOLPH-MACON COLLEGE P.O. BOX 5005 ASHLAND, VA 23005-5005	54-0505940	501(C)(3)	46,581.	0.			GENERAL PURPOSES
RAPPAHANNOCK COMMUNITY COLLEGE EDUCATIONAL FOUNDATION - P.O. BOX 923 - WARSAW, VA 22572	51-0252676	501(C)(3)	10,080.	0.			PROGRAM SUPPORT

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RAPPAHANNOCK FOUNDATION, INC. P.O. BOX 459 KILMARNOCK, VA 22482	54-1382320	501 (C)3	5,475.	0.			GENERAL PURPOSES
RAPPAHANNOCK WESTMINSTER-CANTERBURY FOUNDATION - 132 LANCASTER DRIVE - IRVINGTON, VA 22480	52-1435132	501(C)(3)	9,019.	0.			GENERAL PURPOSES
REACHCYCLES 8059 DUCK DRIVE MECHANICSVILLE, VA 23111	90-1070435	501(C)(3)	13,500.	0.			PROGRAM SUPPORT
READING AND EDUCATION FOR ADULT DEVELOPMENT, INC. - 4915 RADFORD AVENUE SUITE 204 - RICHMOND, VA 23230	54-1364885	501(C)(3)	12,271.	0.			EDUCATIONAL INITIATIVES
OPEN SPACE INSTITUTE LAND TRUST 1350 BROADWAY SUITE 201 NEW YORK, NY 10018	13-3028060	501(C)(3)	40,000.	0.			PROGRAM SUPPORT
RELATIONSHIP FOUNDATION OF VIRGINIA - 2101 MAYWILL STREET - RICHMOND, VA 23230	59-3766981	501(C)(3)	44,399.	0.			GENERAL PURPOSES
PATHWAYS- VA, INC. 1200 WEST WASHINGTON ST. PETERSBURG, VA 23803	54-1868900	501(C)(3)	11,000.	0.			GENERAL PURPOSES
REVELLE UNITED METHODIST CHURCH 4200 CARY STREET ROAD RICHMOND, VA 23221	54-0563005	501(C)(3)	22,950.	0.			GENERAL PURPOSES (\$2,300) & MAINTENANCE OF GARDENS & GENERAL PURPOSES (\$20,650)
RICE'S HOTEL/HUGHLETT'S TAVERN FOUNDATION, INC - P.O. BOX 579 - HEATHSVILLE, VA 22473	54-1589804	501(C)(3)	12,142.	0.			GENERAL PURPOSES

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RICHMOND ANIMAL LEAGUE 11401 INTERNATIONAL DRIVE RICHMOND, VA 22473	51-0240493	501 (C)3	32,000.	0.			GENERAL PURPOSES
RICHMOND AREA ARC 3600 SAUNDERS AVENUE RICHMOND, VA 23236-3945	54-0629691	501(C)(3)	678,565.	0.			GENERAL PURPOSES, PROGRAM SUPPORT
RICHMOND BALLET 407 EAST CANAL STREET RICHMOND, VA 23227	54-6049848	501(C)(3)	62,050.	0.			GENERAL PURPOSES, PROGRAM SUPPORT
PURDUE RESEARCH FOUNDATION UNIV. DEV. OFFICE, 402 W. WOOD ST. WEST LAFAYETTE, IN 47907	35-1052049	501(C)(3)	94,895.	0.			EDUCATIONAL INITIATIVES
RICHMOND CENTER FOR CHRISTIAN STUDY - 6243 RIVER ROAD STE 1 - RICHMOND, VA 23229	27-0363662	501 (C)3	22,789.	0.			GENERAL PURPOSES
PETERSBURG PRESERVATION TASK FORCE P.O. BOX 2093 PETERSBURG, VA 23804	81-4151623	501 (C)3	11,000.	0.			GENERAL PURPOSES
RICHMOND CHRISTIAN LEADERSHIP INITIATIVE - 2101 MAYWILL STREET SUITE 239 - RICHMOND, VA 23221-0654	14-1994207	501(C)(3)	21,250.	0.			GENERAL PURPOSES
RICHMOND CHRISTMAS MOTHER COMMITTEE - 300 EAST FRANKLIN STREET - RICHMOND, VA 23230	54-6047070	501(C)(3)	107,073.	0.			GENERAL PURPOSES
RICHMOND FRIENDS OF THE HOMELESS 4600 JAYDEE DRIVE MOSELEY, VA 23120	54-1601100	501 (C)3	9,303.	0.			GENERAL PURPOSES

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RICHMOND HILL 2209 EAST GRACE STREET RICHMOND, VA 23223	54-1360535	501(C)(3)	7,250.	0.			GENERAL PURPOSES
RICHMOND KICKERS YOUTH SOCCER CLUB 2001 MAYWILL STREET SUITE 203 RICHMOND, VA 23230	54-1992573	501(C)(3)	38,000.	0.			GENERAL PURPOSES, SCHOLARSHIP SUPPORT
RICHMOND KIWANIS FOUNDATION P.O. BOX 17825 RICHMOND, VA 23226	54-6043818	501(C)(3)	6,563.	0.			SCHOLARSHIP FUND, GENERAL PURPOSES
RICHMOND METROPOLITAN HABITAT FOR HUMANITY - 2281 DABNEY ROAD, SUITE A - RICHMOND, VA 23230	54-1385198	501(C)(3)	30,300.	0.			GENERAL PURPOSES
RICHMOND NATIVITY PAGEANT ADVISORY COMMITTEE - 113 HENRY CLAY ROAD - ASHLAND, VA 23005	52-1596167	501 (C)3	12,569.	0.			PROGRAM SUPPORT
RICHMOND PEACE EDUCATION CENTER 3500 PATTERSON AVENUE RICHMOND, VA 23221	52-1199043	501(C)(3)	31,500.	0.			GENERAL PURPOSES
RICHMOND PERFORMING ARTS ALLIANCE 600 EAST GRACE STREET, #400 RICHMOND, VA 23219	54-2028439	501(C)(3)	181,834.	0.			GENERAL PURPOSES
RICHMOND SPCA 2519 HERMITAGE ROAD RICHMOND, VA 23220	54-0506328	501(C)(3)	420,386.	0.			GENERAL PURPOSES
RICHMOND SYMPHONY 612 EAST GRACE STREET, #401 RICHMOND, VA 23219	54-6024033	501(C)(3)	729,038.	0.			GENERAL PURPOSES

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RIVER ROAD CHURCH, BAPTIST 8000 RIVER ROAD RICHMOND, VA 23229		501 (C)3	10,500.	0.			GENERAL PURPOSES
RIVER ROAD UNITED METHODIST CHURCH 8800 RIVER ROAD RICHMOND, VA 23229		501(C)(3)	74,500.	0.			GENERAL PURPOSES, PROGRAM SUPPORT
RIVERSIDE SCHOOL, INC. 2110 MCRAE ROAD RICHMOND, VA 23235	54-0895408	501(C)(3)	11,156.	0.			GENERAL PURPOSES
ROBERT E. LEE MEMORIAL ASSOCIATION, INC. - STRATFORD HALL PLANTATION 483 GREAT HOUSE ROAD - STRATFORD, VA 22558	54-0536105	501(C)(3)	17,250.	0.			GENERAL PURPOSES
SABOT AT STONY POINT 3400 STONY POINT ROAD RICHMOND, VA 23235	54-0804640	501 (C)3	16,000.	0.			BUILDING FUND
SACRED HEART CENTER 1400 PERRY STREET RICHMOND, VA 23224	54-1590419	501 (C)3	186,071.	0.			GENERAL PURPOSES, PROGRAM SUPPORT
SAINT FRANCIS HOME, 65 WEST CLOPTON STREET RICHMOND, VA 23225	54-0917181	501 (C)3	7,000.	0.			GENERAL PURPOSES
SALISBURY PRESBYTERIAN CHURCH 13621 SALISBURY ROAD MIDLOTHIAN, VA 23113	51-0251814	501(C)(3)	11,000.	0.			GENERAL PURPOSES
SALVATION ARMY OF MOUNT AIRY 651 S. SOUTH STREET MOUNT AIRY, NC 27030	58-0660607	501(C)(3)	18,271.	0.			GENERAL PURPOSES, PROGRAM SUPPORT

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SALVATION ARMY-CENTRAL VIRGINIA AREA COMMAND - P.O. BOX 12400 - RICHMOND, VA 23241	58-0660607	501(C)(3)	78,467.	0.			GENERAL PURPOSES
SAMARITAN'S PURSE, INTERNATIONAL HEADQUARTERS - P.O. BOX 3000 BOONE - BOONE, NC 28607	58-1437002	501 (C)3	11,750.	0.			PROGRAM SUPPORT
SAVE THE CHILDREN FEDERATION, INC. 501 KINGS HIGHWAY EAST SUITE 400 FAIRFIELD, CT 06825	06-0726487	501 (C)3	14,300.	0.			DISASTER RELIEF
SCENIC VIRGINIA, INC. 4 EAST MAIN STREET, SUITE 2A RICHMOND, VA 23219	54-1903204	501(C)(3)	23,178.	0.			ANNUAL FUND
SCHOOL OF PERFORMING ARTS IN THE RICHMOND COMMUNITY - 2106-A NORTH HAMILTON STREET - RICHMOND, VA 23230	54-1271758	501(C)(3)	181,789.	0.			GENERAL PURPOSES
SCIENCE MUSEUM OF VIRGINIA FOUNDATION - P.O. BOX 11624 - RICHMOND, VA 23230-0624	23-7185836	501(C)(3)	222,300.	0.			GENERAL PURPOSES
SECOND BAPTIST CHURCH 9614 RIVER ROAD RICHMOND, VA 23229-7635		501 (C)3	5,250.	0.			GENERAL PURPOSES
SHELTERING ARMS FOUNDATION 140 EAST SHORE DRIVE, #200 GLEN ALLEN, VA 23059	54-1615599	501 (C)3	50,158.	0.			GENERAL PURPOSES
SHENANDOAH COMMUNITY FOUNDATION P.O. BOX 31 WOODSTOCK, VA 22664	54-1963011	501 (C)3	98,316.	0.			OPERATING SUPPORT

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SHENANDOAH UNIVERSITY 1460 UNIVERSITY DRIVE WINCHESTER, VA 22601-5195	54-0525605	501 (C)3	35,000.	0.			GENERAL PURPOSES CONSERVATORY
SIBLEY MEMORIAL HOSPITAL FOUNDATION - 5255 LOUGHBORO ROAD NW - WASHINGTON, DC 20016	45-0562642	501(C)(3)	10,000.	0.			GENERAL PURPOSES
SIDE BY SIDE P.O. BOX 5542 RICHMOND, VA 23220	54-1572424	501(C)(3)	51,847.	0.			GENERAL PURPOSES
SIERRA CLUB FOUNDATION 2101 WEBSTER STREET SUITE 1250 OAKLAND, CA 94612	94-6069890	501(C)(3)	16,000.	0.			GENERAL PURPOSES
SLOW MONEY INSTITUTE P.O. BOX 333 YORK HARBOR, ME 03911	26-4282320	501 (C)3	10,000.	0.			GENERAL PURPOSES
SOCIETY FOR STRINGS 1424 COUNTY ROAD ROUTE 10 WESTPORT, NY 12993	13-1686434	501(C)(3)	7,200.	0.			SCHOLARSHIP SUPPORT
SOUNDSCAPES, INC. 11712 JEFFERSON AVENUE SUITE C #473 NEWPORT NEWS, VA 23060	27-1923247	501 (C)3	50,000.	0.			OPERATING SUPPORT
SOUTH RICHMOND ADULT DAY CARE CENTER - 1500 HULL STREET - RICHMOND, VA 23224	51-0163293	501(C)(3)	10,000.	0.			PROGRAM SUPPORT
SOUTHSIDE SPCA CORPORATION P.O. BOX 66 MEHERRIN, VA 23954	35-1341327	501 (C)3	30,344.	0.			GENERAL PURPOSES

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SPECIAL OLYMPICS VIRGINIA 3212 SKIPWITH ROAD, #100 HENRICO, VA 23294-4413	54-1013637	501(C)(3)	32,500.	0.			GENERAL PURPOSES
SPORTABLE RICHMOND ADAPTIVE SPORT & RECREATION, INC. - 1365 OVERBROOK ROAD, ROOM 2 - RICHMOND, VA 23220	20-8924701	501 (C)3	31,500.	0.			GENERAL PURPOSES, PROGRAM SUPPORT
SPORTS OUTREACH INSTITUTE, INC. 100 AVENUE OF CHAMPIONS SUITE 300 LYNCHBURG, VA 24506	54-1479310	501(C)(3)	8,600.	0.			GENERAL PURPOSES
ST. ANDREW'S SCHOOL 227 SOUTH CHERRY STREET RICHMOND, VA 23220	54-1803252	501(C)(3)	41,732.	0.			GENERAL PURPOSES
ST. ANDREW'S SOCIETY OF THE STATE OF NEW YORK - 150 EAST 55TH STREET 3RD FLOOR - NEW YORK, NY 10022	13-5602329	501(C)(3)	10,000.	0.			GEORGE LAUDER BURSARY
ST. BRIDGET CATHOLIC CHURCH 6006 THREE CHOPT ROAD RICHMOND, VA 23226	53-0196617	501 (C)3	24,500.	0.			GENERAL PURPOSES
ST. CATHERINE'S SCHOOL FOUNDATION 6001 GROVE AVENUE RICHMOND, VA 23226	54-6036896	501(C)(3)	402,763.	0.			GENERAL PURPOSES AND CAPITAL CAMPAIGN
ST. CHRISTOPHER'S SCHOOL FOUNDATION - 711 ST. CHRISTOPHER'S ROAD - RICHMOND, VA 23226	54-1727301	501(C)(3)	300,181.	0.			GENERAL PURPOSES
ST. ELIZABETH CATHOLIC CHURCH 1301 VICTOR STREET RICHMOND, VA 23222	53-0196617	501 (C)3	8,000.	0.			GENERAL PURPOSES

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ST. JAMES'S CHILDREN'S CENTER 1205 WEST FRANKLIN STREET RICHMOND, VA 23220	54-2058374	501(C)(3)	7,250.	0.			GENERAL PURPOSES
ST. JAMES'S EPISCOPAL CHURCH 1205 WEST FRANKLIN STREET RICHMOND, VA 23220	54-0515726	501 (C)3	27,850.	0.			GENERAL PURPOSES
ST. JOHN'S CHURCH FOUNDATION 2319 EAST BROAD STREET RICHMOND, VA 23223	23-7213124	501(C)(3)	21,250.	0.			THE ANNUAL FUND
ST. JOSEPH'S VILLA 8000 BROOK ROAD RICHMOND, VA 23227	54-0505950	501(C)(3)	119,750.	0.			GENERAL PURPOSES
ST. MARKS EPISCOPAL CHURCH P.O. BOX 36 CLIFFORD, VA 24533		501 (C)3	24,368.	0.			GENERAL PURPOSES
ST. MARY'S EPISCOPAL CHURCH 12291 RIVER ROAD RICHMOND, VA 23233		501 (C)3	40,950.	0.			GENERAL PURPOSES
ST. MARY'S SCHOOL 900 HILLSBOROUGH STREET RALEIGH, NC 27603	56-0532314	501(C)(3)	15,000.	0.			GENERAL PURPOSES
ST. MARYS HEALTH WAGON P. O. BOX 7070 WISE, VA 24293	04-3739083	501(C)(3)	15,000.	0.			PROGRAMS IN APPALACHIA
ST. MATTHEW'S EPISCOPAL CHURCH 1101 FOREST AVENUE RICHMOND, VA 23229		501 (C)3	12,000.	0.			GENERAL PURPOSES

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ST. MICHAEL AND ALL ANGELS CHURCH 8011 DOUGLAS DALLAS, TX 75225	75-0800676	501 (C)3	10,000.	0.			GENERAL PURPOSES
ST. PAUL'S EPISCOPAL CHURCH 815 EAST GRACE STREET RICHMOND, VA 23219-3409		501 (C)3	10,000.	0.			GENERAL PURPOSES
ST. PAUL'S EPISCOPAL CHURCH 4051 OLD SHELL ROAD MOBILE, AL 33608	63-0437526	501 (C)3	10,000.	0.			GENERAL PURPOSES
ST. PAUL'S EPISCOPAL CHURCH MILLERS TAVERN, P.O. BOX 278 MILLERS TAVERN, VA 23115		501(C)(3)	10,000.	0.			GENERAL PURPOSES
ST. STEPHEN'S EPISCOPAL CHURCH 6000 GROVE AVENUE RICHMOND, VA 23226	54-0506339	501(C)(3)	135,295.	0.			GENERAL PURPOSES
ST. TIMOTHY'S SCHOOL 8400 GREEN SPRING AVENUE STEVENSON, MD 21153	52-0591488	501(C)(3)	9,250.	0.			GENERAL PURPOSES
STEAMBOAT ERA MUSEUM AT IRVINGTON, INC. - P.O. BOX 132 - IRVINGTON, VA 22480-0132	54-1945448	501(C)(3)	11,771.	0.			GENERAL PURPOSES
STEWARD SCHOOL 11600 GAYTON ROAD RICHMOND, VA 23238-3482	54-0914765	501(C)(3)	455,000.	0.			CAPITAL CAMPAIGN, GENERAL PURPOSES
SAFE HARBOR P.O. BOX 17996 RICHMOND, VA 23223	54-1950038	501(C)(3)	6,500.	0.			EDUCATIONAL INITIATIVES AND PROGRAM SUPPORT

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STRATEGIES TO ELEVATE PEOPLE 1900 CHAMBERLAYNE AVENUE RICHMOND, VA 23222-4812	54-1449318	501 (C)3	62,450.	0.			PROGRAM SUPPORT
STUART HALL SCHOOL FOUNDATION P.O. BOX 210 STAUNTON, VA 24402-0210	84-1648803	501 (C)3	21,000.	0.			ANNUAL FUND, PROGRAM SUPPORT
STUDIO THEATRE 1501 14TH STREET NW WASHINGTON, DC 20005	52-1136132	501 (C)3	10,000.	0.			GENERAL PURPOSES
SUNSHINE RESCUE MISSION 124 S. SAN FRANCISCO STREET FLAGSTAFF, AZ 86001	86-0264747	501(C)(3)	10,000.	0.			GENERAL PURPOSES
SWEET BRIAR INSTITUTE OFFICE OF DEVELOPMENT P.O. BOX 1057 SWEET BRIAR, VA 24595	54-0534105	501 (C)3	428,996.	0.			GENERAL PURPOSES AND ENVIRONMENTAL SCIENCE PROGRAM CHALLENGE
SWEET MONDAY P.O. BOX 29714 HENRICO, VA 23242-0714	20-0880508	501(C)(3)	30,000.	0.			GENERAL PURPOSES
SANIBEL-CAPTIVA CONSERVATION FOUNDATION - P.O. BOX 839 - SANIBEL, FL 33957	59-1205087	501(C)(3)	7,000.	0.			GENERAL PURPOSES
TALL TIMBERS RESEARCH STATION 13093 HENRY BEADEL DRIVE TALLAHASSEE, FL 32312-0918	59-0952956	501(C)(3)	10,000.	0.			GENERAL PURPOSES
SANTA BARBARA CLUB PRESERVATION FOUNDATION - 1105 CHAPALA ST. - SANTA BARBARA, CA 93101	47-3249021	501 (C)3	6,000.	0.			BUILDING RENOVATION

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SANTA BARBARA MUSEUM OF ART 1130 STATE ST SANTA BARBARA, CA 93101	95-1664122	501 (C)3	15,000.	0.			BUILDING FUND
SENIOR CONNECTIONS CAAA 24 EAST CARY ST. RICHMOND, VA 23219-3796	54-0950714	501(C)(3)	34,712.	0.			PROGRAM SUPPORT
THE COLLEGE OF WILLIAM & MARY FOUNDATION - ADVANCEMENT DEPT., DISCOVERY 1, ADV-2 P.O. BOX 8795 - WILLIAMSBURG, VA 23187	54-0734117	501(C)(3)	136,723.	0.			GENERAL PURPOSES; EDUCATIONAL INITIATIVES
THE DAILY PLANET, INC. 517 WEST GRACE STREET RICHMOND, VA 23220	54-0900368	501(C)(3)	16,484.	0.			GENERAL PURPOSES
THE FAISON CENTER, INC. 1701 BYRD AVENUE RICHMOND, VA 23230	03-0387451	501(C)(3)	166,500.	0.			GENERAL PURPOSES, PROGRAM SUPPORT
SHEPHERD HIGHER EDUCATION CONSORTIUM ON POVERTY - 204 W. WASHINGTON ST. - LEXINGTON, VA 24450	44-5550712	501 (C)3	12,000.	0.			COLLEGE STUDENT INTERSHIPS
THE FIRST TEE OF GREATER RICHMOND 9211 FOREST HILL AVENUE, SUITE 104 RICHMOND, VA 23235	54-1886298	501(C)(3)	46,750.	0.			GENERAL PURPOSES
SOUTHEAST 4-H EDUCATIONAL CENTER 15189 AIRFIELD RD. WAKEFIELD, VA 23888-9757	54-0678577	501 (C)3	15,000.	0.			GENERAL PURPOSES
SOUTHERN ENVIRONMENTAL LAW CENTER 201 WEST MAIN STREET, SUITE 14 CHARLOTTESVILLE, VA 22902-5065	52-1436778	501(C)(3)	120,500.	0.			GENERAL PURPOSES

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVE. MONTGOMERY, AL 36104	63-0598743	501(C)(3)	5,650.	0.			GENERAL PURPOSES
PHYSICIANS FOR PEACE 520 W 21ST ST. STE G2103 NORFOLK, VA 23517	54-1532165	501(C)(3)	25,000.	0.			GENERAL PURPOSES, PROGRAM SUPPORT
PLANNED PARENTHOOD FEDERATION OF AMERICA, INC. - 123 WILLIAM ST. 10TH FL - NEW YORK, NY 10038	13-1644147	501(C)(3)	13,000.	0.			GENERAL PURPOSES
THE NATURE CONSERVANCY, INC. 490 WESTFIELD ROAD CHARLOTTESVILLE, VA 22901	53-0242652	501(C)(3)	245,000.	0.			SOUTH FENWICK ISLAND PROJECT; GENERAL PURPOSES
THE NAVIGATORS P.O. BOX 6079 ALBERT LEA, MN 56007-6679	84-6007896	501 (C)3	6,300.	0.			GENERAL PURPOSES
THE NEW COMMUNITY SCHOOL 4211 HERMITAGE ROAD RICHMOND, VA 23227-3718	54-0973221	501(C)(3)	24,000.	0.			GENERAL PURPOSES
THE PODIUM FOUNDATION 320 HULL STREET, SUITE #202 RICHMOND, VA 23224	26-1877724	501(C)(3)	17,000.	0.			GENERAL PURPOSES
THE SAMARITAN GROUP P.O. BOX 784 WHITE MARSH, VA 23183-0784	54-1573656	501(C)(3)	10,069.	0.			GENERAL PURPOSES
THE UCLA FOUNDATION 10945 LE CONTE AVE. STE 3132 LOS ANGELES, CA 90095	95-2250801	501(C)(3)	15,000.	0.			RESEARCH

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THE SOCIETY OF ST. ANDREW, INC. 3383 SWEET HOLLOW ROAD BIG ISLAND, VA 24526	54-1285793	501(C)(3)	6,761.	0.			PROGRAM SUPPORT
THE VALENTINE MUSEUM 1015 EAST CLAY STREET RICHMOND, VA 23219-1590	54-0505967	501(C)(3)	141,750.	0.			GENERAL PURPOSES
THE VIRGINIA COLLEGE FUND 4900 AUGUSTA AVENUE SUITE 101 RICHMOND, VA 23230	54-0796066	501(C)(3)	6,250.	0.			GENERAL PURPOSES
THE UNIVERSITY OF VIRGINIA HEALTH FOUNDATION - P.O. BOX 800773 - CHARLOTTESVILLE, VA 22908-0773	41-2097394	501(C)(3)	10,000.	0.			PROGRAM SUPPORT
THE WOMAN'S CLUB OF ESSEX COUNTY P.O. BOX 1818 TAPPAHANNOCK, VA 22560	54-1048516	501 (C)3	17,688.	0.			SCHOLARSHIP SUPPORT
THE WOMEN'S INITIATIVE 1101 EAST HIGH STREET SUITE A CHARLOTTESVILLE, VA 22902	20-5913090	501(C)(3)	10,000.	0.			GENERAL PURPOSES
THIRD CHURCH, INC. 500 FOREST AVENUE HENRICO, VA 23229-6810		501 (C)3	91,500.	0.			GENERAL PURPOSES
THOMAS JEFFERSON FOUNDATION P.O. BOX 217 CHARLOTTESVILLE, VA 22902	54-0505959	501 (C)3	131,000.	0.			PROGRAM SUPPORT, EDUCATIONAL INITIATIVE
TRICYCLE GARDENS 2314 JEFFERSON AVENUE RICHMOND, VA 23223	75-3253795	501(C)(3)	21,099.	0.			GENERAL PURPOSES

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TRINITY EPISCOPAL SCHOOL 3850 PITTAWAY ROAD RICHMOND, VA 23235	54-0891886	501(C)(3)	11,750.	0.			GENERAL PURPOSES
THOROUGHbred RETIREMENT FOUNDATION' - P.O. BOX 834 - SARATOGA SPRINGS, NY 12866	13-3132741	501(C)(3)	10,300.	0.			GENERAL PURPOSES
TOWN OF THOMAS, WV PARKS & RECREATION DEPT. - P.O. BOX 91 - THOMAS, WV 26292	57-1025876	501(C)(3)	15,500.	0.			PROGRAM SUPPORT
UMS-WRIGHT PREPARATORY SCHOOL 65 MOBILE STREET MOBILE, AL 36607	63-0310782	501 (C)3	12,000.	0.			EDUCATIONAL INITIATIVES
UMUC FOUNDATION, OFFICE OF INSTITUTIONAL ADVANCEMENT - 3501 UNIVERSITY BLVD., EAST, UC-31 - ADELPHI, MD 20783	52-1125663	501 (C)3	25,000.	0.			SCHOLARSHIP SUPPORT
UNITED METHODIST FAMILY SERVICES OF VIRGINIA - 3900 WEST BROAD STREET - RICHMOND, VA 23230	54-0505969	501(C)(3)	20,904.	0.			SCHOLARSHIP SUPPORT, GENERAL PURPOSES
UNITED METHODIST URBAN MINISTRIES OF RICHMOND - 1010 WEST LABURNUM AVENUE - RICHMOND, VA 23227	23-7136747	501(C)(3)	38,450.	0.			GENERAL PURPOSES OF SHALOM FARMS
UNITED SPINAL ASSOCIATION OF VIRGINIA - 800 E LEIGH STREET - RICHMOND, VA 23219	13-5612621	501(C)(3)	15,000.	0.			PROGRAM SUPPORT
UNITED WAY OF GREATER RICHMOND & PETERSBURG - P.O. BOX 11807 - RICHMOND, VA 23230-8077	23-7375346	501 (C)3	745,753.	0.			GENERAL PURPOSES

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UNITED WAY OF CENTRAL VIRGINIA 1010 MILLER PARK SQUARE LYNCHBURG, VA 24501	54-0505923	501(C)(3)	5,700.	0.			GENERAL PURPOSES
UNBOUNDRVA 2920 W. BROAD ST. STE 224 RICHMOND, VA 23230	46-4429894	501(C)(3)	11,000.	0.			SCHOLARSHIP SUPPORT
UNIVERSITY OF FLORIDA FOUNDATION P.O. BOX 14425 GAINESVILLE, FL 32604	59-0974739	501(C)(3)	400,500.	0.			CAPITAL CAMPAIGN
UNIVERSITY OF GEORGIA FOUNDATION 394 S. MILLEDGE AVENUE, SUITE 100 ATHENS, GA 30602	58-6033837	501(C)(3)	14,500.	0.			EDUCATIONAL INITIATIVES
UNIVERSITY OF RICHMOND OFFICE OF ADVANCEMENT DATA SERVICES 28 WESTHAMPTON WAY - RICHMOND, VA 23173	54-0505965	501(C)(3)	310,771.	0.			ANNUAL FUND, EDUCATIONAL INITIATIVES
UNIVERSITY OF MARY WASHINGTON FOUNDATION - 1119 HANOVER ST. - FREDERICKSBURG, VA 22401-5412	54-0169627	501(C)(3)	10,300.	0.			GENERAL PURPOSES
UNIVERSITY OF SOUTHERN CALIFORNIA 1150 S OLIVE STREET, 25TH FLO LOS ANGELES, CA 90085	95-1642394	501 (C)3	10,000.	0.			ATHLETIC PROGRAM SUPPORT
UNIVERSITY OF VIRGINIA P.O. BOX 400331, GIFT PROCESSING CHARLOTTESVILLE, VA 22904-4331	54-6001796	501(C)(3)	141,150.	0.			GENERAL PURPOSES
UNIVERSITY OF THE SOUTH OFFICE OF UNIVERSITY RELATIONS 735 UNIVERSITY AVENUE - SEWANEE, TN 37383	62-0475697	501(C)(3)	12,250.	0.			GENERAL PURPOSES

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UNIVERSITY OF VIRGINIA ALUMNI ASSOCIATION - P.O. BOX 400314 - CHARLOTTESVILLE, VA 22904	54-0485595	501(C)(3)	9,250.	0.			GENERAL PURPOSES
UNIVERSITY OF VIRGINIA DARDEN SCHOOL FOUNDATION - P.O. BOX 400314 - CHARLOTTESVILLE, VA 22906-7726	54-6046419	501(C)(3)	37,000.	0.			GENERAL PURPOSES
UNIVERSITY OF VIRGINIA LAW SCHOOL FOUNDATION - 580 MASSIE ROAD - CHARLOTTESVILLE, VA 22903-1789	54-0838566	501(C)(3)	5,500.	0.			GENERAL PURPOSES
UPPER LANCASTER VOLUNTEER RESCUE SQUAD - P.O. BOX 176 - LIVELY, VA 22507	52-1336629	501 (C)3	5,276.	0.			PROGRAM SUPPORT
URBAN HOPE P.O. BOX 23171 RICHMOND, VA 23223	54-1997025	501 (C)3	17,000.	0.			GENERAL PURPOSES
URBAN MOUNTAIN ADVENTURES P.O. BOX 3093 LYNCHBURG, VA 24503	26-2167429	501(C)(3)	20,000.	0.			GENERAL PURPOSES
URBAN TEACHER CENTER, INC. 1500 UNION AVENUE, SUITE 2200 BALTIMORE, MD 21211	27-0989006	501 (C)3	7,500.	0.			GENERAL PURPOSES
URBANNA UNITED METHODIST CHURCH P.O. BOX 217 URBANNA, VA 23175		501 (C)3	6,894.	0.			GENERAL PURPOSES
UP RVA 4609 WYTHE AVE. HENRICO, VA 23226	47-4180116	501(C)(3)	19,500.	0.			GENERAL PURPOSES

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VCU FOUNDATION P.O. BOX 842039 RICHMOND, VA 23284	54-0757884	501(C)(3)	710,181.	0.			GENERAL PURPOSES, EDUCATIONAL INITIATIVES
VCU SCHOOL OF BUSINESS FOUNDATION, SCHOOL OF BUSINESS - SNEAD HALL 301 WEST MAIN STREET - RICHMOND, VA 23284-4000	20-2661802	501(C)(3)	11,000.	0.			EDUCATIONAL INITIATIVES
VERSABILITY RESOURCES, INC. 2520 58TH STREET HAMPTON, VA 23661	54-0802199	501(C)(3)	21,631.	0.			GENERAL PURPOSES
URBAN LAND INSTITUTE 2001 L. ST. NW WASHINGTON, DC 20036	53-0159845	501(C)(3)	10,000.	0.			PROGRAM SUPPORT
VIRGINIA ATHLETICS FOUNDATION P.O. BOX 400833 CHARLOTTESVILLE, VA 22904	54-0517188	501(C)(3)	109,435.	0.			GENERAL PURPOSES
VENTURERICHMOND, INC. 200 S. THIRD STREET RICHMOND, VA 23219	52-1256458	501(C)(3)	102,000.	0.			ANNUAL FUND, PROGRAM SUPPORT
VIRGINIA BUSINESS HIGHER EDUCATION COUNCIL - 1108 EAST MAIN STREET SUITE 1100 - RICHMOND, VA 23219-3535	54-1827038	501(C)(3)	100,000.	0.			PROGRAM SUPPORT
VIRGINIA BAPTIST HOMES FOUNDATION 1900 LAUDERDALE DRIVE HENRICO, VA 23238-3980	52-1373103	501(C)(3)	5,025.	0.			GENERAL PURPOSES
VIRGINIA CENTER FOR INCLUSIVE COMMUNITIES - 5511 STAPLES MILL ROAD, #202 - RICHMOND, VA 23228-5445	20-3188273	501(C)(3)	31,250.	0.			GENERAL PURPOSES

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VIRGINIA CENTER FOR PUBLIC PRESS, INC. - P.O. BOX 4787 - RICHMOND, VA 23220	54-1589570	501(C)(3)	10,500.	0.			GENERAL PURPOSES
VIRGINIA CENTER FOR THE CREATIVE ARTS - 154 SAN ANGELO DRIVE - AMHERST, VA 24521	23-7136000	501(C)(3)	7,250.	0.			GENERAL PURPOSES
VIRGINIA EARLY CHILDHOOD FOUNDATION - 1703 N. PARHAM ROAD SUITE 110 - RICHMOND, VA 23229-4650	20-3970624	501 (C)3	55,192.	0.			GENERAL PURPOSES
VIRGINIA ENGINEERING FOUNDATION, INC. - ROOM A123, THORNTON HALL P.O. BOX 400256 - CHARLOTTESVILLE, VA 22904-4256	54-6052945	501(C)(3)	25,000.	0.			MAE MECHATRONICS LAB
VIRGINIA CAPITAL TRAIL FOUNDATION P.O. BOX 17966 RICHMOND, VA 23226	14-1916016	501(C)(3)	6,000.	0.			PROGRAM SUPPORT
VIRGINIA FORESTRY EDUCATIONAL FOUNDATION - 3808 AUGUSTA AVENUE - RICHMOND, VA 23230-3910	54-6031332	501(C)(3)	10,000.	0.			GENERAL PURPOSES
VIRGINIA FOUNDATION FOR ARCHITECTURE, INC. - 2501 MONUMENT AVENUE - RICHMOND, VA 23220	54-6054855	501(C)(3)	14,500.	0.			GENERAL PURPOSES, SUMMER CAMP
VIRGINIA FOUNDATION FOR INDEPENDENT COLLEGES - 901 E. BYRD STREET, SUITE 1625 - RICHMOND, VA 23219	54-0554396	501(C)(3)	47,250.	0.			GENERAL PURPOSES
VIRGINIA COUNCIL ON ECONOMIC EDUCATION - 301 W. MAIN ST. BOX 844000 - RICHMOND, VA 23284-4000	23-7087052	501(C)(3)	12,512.	0.			GENERAL PURPOSES

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VIRGINIA HISTORICAL SOCIETY P.O. BOX 7311 RICHMOND, VA 23221	54-0419452	501(C)(3)	164,494.	0.			ANNUAL FUND, PROGRAM SUPPORT
VIRGINIA HOLOCAUST MUSEUM, INC. 2000 EAST CARY STREET RICHMOND, VA 23223	54-1864320	501 (C)3	6,000.	0.			GENERAL PURPOSES
VIRGINIA HOME 1101 HAMPTON STREET RICHMOND, VA 23220	54-0577900	501(C)(3)	44,523.	0.			GENERAL PURPOSES
VIRGINIA HOME FOR BOYS & GIRLS 8716 WEST BROAD STREET RICHMOND, VA 29294-6202	54-0506330	501(C)(3)	70,600.	0.			GENERAL PURPOSES
VIRGINIA FOUNDATION FOR THE HUMANITIES & PUBLIC POLICY - 145 EDNAM DR. - CHARLOTTESVILLE, VA 22903-4629	54-1435523	501 (C)(3)	11,750.	0.			ANNUAL 2018 SUPPORT AS A VFH
VIRGINIA INSTITUTE OF MARINE SCIENCE FOUNDATION - P.O. BOX 1346 - GLOUCESTER POINT, VA 23062-1346	54-2027915	501(C)(3)	54,252.	0.			GENERAL PURPOSES, PROGRAM SUPPORT
VIRGINIA LITERACY FOUNDATION 413 STUART CIRCLE SUITE 303 RICHMOND, VA 23220	54-1444068	501(C)(3)	40,000.	0.			PROGRAM SUPPORT
VIRGINIA MENTORING PARTNERSHIP 4900 AUGUSTA AVENUE, SUITE 140 RICHMOND, VA 23230	54-1814823	501(C)(3)	26,000.	0.			GENERAL PURPOSES
VIRGINIA MUSEUM OF FINE ARTS FOUNDATION - 200 NORTH BOULEVARD - RICHMOND, VA 23220-4007	51-0205333	501(C)(3)	389,992.	0.			ANNUAL FUND, PROGRAM SUPPORT

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VIRGINIA OPERA ASSOCIATION, INC. P.O. BOX 784 RICHMOND, VA 23218	54-0985006	501(C)(3)	51,337.	0.			GENERAL PURPOSES
VIRGINIA ORGANIZING, INC. 703 CONCORD AVENUE CHARLOTTESVILLE, VA 22903-5208	54-1674992	501(C)(3)	15,500.	0.			PROGRAM SUPPORT
VIRGINIA PUBLIC ACCESS PROJECT P.O. BOX 1472 RICHMOND, VA 23218	54-1825691	501 (C)3	6,500.	0.			GENERAL PURPOSES
VIRGINIA REPERTORY THEATRE 114 W. BROAD STREET RICHMOND, VA 23220	51-0159357	501(C)(3)	137,772.	0.			GENERAL PURPOSES, PROGRAM SUPPORT
VIRGINIA SUPPORTIVE HOUSING P.O. BOX 8585 RICHMOND, VA 23226	54-1444564	501(C)(3)	77,500.	0.			GENERAL PURPOSES, PROGRAM SUPPORT
VIRGINIA TECH FOUNDATION UNIVERSITY ADVANCEMENT (0336) UNIVERSITY GATEWAY CENTER - BLACKSBURG, VA 240	54-0721690	501 (C)3	8,500.	0.			WVTF SUPPORT, GENERAL PURPOSES
VIRGINIA UNION UNIVERSITY 1500 NORTH LOMBARDY STREET RICHMOND, VA 23220	54-0524516	501(C)(3)	23,482.	0.			EDUCATIONAL INITIATIVES
VIRGINIA VOICE, INC. P.O. BOX 15546 RICHMOND, VA 23227	54-1076238	501(C)(3)	29,001.	0.			PROGRAM SUPPORT
VIRGINIA WAR MEMORIAL EDUCATIONAL FOUNDATION - 621 SOUTH BELVIDERE STREET - RICHMOND, VA 23220-6504	31-1647903	501 (C)3	15,250.	0.			GENERAL PURPOSES

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VIRGINIA HISPANIC CHAMBER FOUNDATION - 10700 MIDLOTHIAN TURNPIKE, STE 200 - RICHMOND, VA 23235	31-1797590	501 (C)3	15,027.	0.			GENERAL PURPOSES
VISITING NURSE ASSOCIATION OF TEXAS - 1600 VICEROY DRIVE SUITE 400 - DALLAS, TX 75235	75-0800692	501(C)(3)	7,000.	0.			OPERATIONAL SUPPORT
VISUAL ARTS CENTER OF RICHMOND 1812 WEST MAIN STREET RICHMOND, VA 23220-4520	54-0721433	501(C)(3)	81,691.	0.			GENERAL PURPOSES, PROGRAM SUPPORT
VMI FOUNDATION, INC. 304 LETCHER AVENUE P.O. BOX 932 LEXINGTON, VA 24450	54-0505966	501(C)(3)	109,500.	0.			ANNUAL FUND, EDUCATIONAL INITIATIVES
VMI KEYDET CLUB, INC. 304 LETCHER AVENUE P.O. BOX 932 LEXINGTON, VA 24450	52-1300039	501 (C)3	214,500.	0.			ANNUAL FUND, SCHOLARSHIP SUPPORT
VOICES FOR VIRGINIA'S CHILDREN 701 EAST FRANKLIN STREET, #807 RICHMOND, VA 23219	54-1726265	501 (C)3	17,000.	0.			GENERAL PURPOSES
WAKE FOREST UNIVERSITY P.O. BOX 7227 SALEM, NC 27109-7227	56-0532138	501(C)(3)	13,250.	0.			GENERAL PURPOSES
WASHINGTON & LEE UNIVERSITY DEVELOPMENT BUILDING 204 W. WASHINGTON STREET - LEXINGTON, VA 24450-0303	54-0505977	501(C)(3)	72,500.	0.			GENERAL PURPOSES, EDUCATIONAL INITIATIVES
VIRGINIA HOUSING ALLIANCE P.O. BOX 14649 RICHMOND, VA 23221	54-1542730	501 (C)3	7,500.	0.			PROGRAM SUPPORT

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WATER.ORG, INC. 920 MAIN STREET, SUITE 1800 KANSAS CITY, MO 64105	58-2060131	501(C)(3)	10,000.	0.			GENERAL PURPOSES
WEST SIDE CATHOLIC CENTER 3135 LORAIN AVENUE CLEVELAND, OH 44113	34-1244687	501(C)(3)	10,000.	0.			GENERAL PURPOSES
WEST VIRGINIA UNIVERSITY FOUNDATION - ONE WATERFRONT PLACE, 7TH FLOOR P.O. BOX 1650 - MORGANTOWN, WV 26507-1650	55-6017181	501(C)(3)	25,000.	0.			ATHLETIC PROGRAM SUPPORT
WESTMINSTER CANTERBURY FOUNDATION 1600 WESTBROOK AVENUE RICHMOND, VA 23227	52-1189655	501(C)(3)	87,698.	0.			GENERAL PURPOSES
VIRGINIA LEAGUE FOR PLANNED PARENTHOOD, INC. - 201 NORTH HAMILTON STREET - RICHMOND, VA 23221	54-0505973	501 (C)3	207,838.	0.			GENERAL PURPOSES, PROGRAM SUPPORT
WILDEARTH GUARDIANS 516 ALTO STREET SANTA FE, NM 87501	85-0406306	501(C)(3)	15,000.	0.			GENERAL PURPOSES
VIRGINIA ORCHID SOCIETY 4709 WELLINGTON FARMS DR. CHESTER, VA 23831	54-6054912	501(C)(3)	10,000.	0.			SUPPORT OF VIRGINIA ORCHID SOCIETY
WILMER HALL CHILDREN'S HOME 3811 OLD SHELL ROA MOBILE, AL 36608	63-0302184	501(C)(3)	9,000.	0.			GENERAL PURPOSES
VIRGINIA SQUASH RACQUETS ASSOCIATION, INC. - P.O. BOX 2514 - RICHMOND, VA 23218	54-1510489	501 (C)3	14,550.	0.			CAPITAL CAMPAIGN

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
WOODBERRY FOREST SCHOOL 402 WOODBERRY STATION WOODBERRY FOREST, VA 22989	54-0519590	501(C)(3)	46,500.	0.			GENERAL PURPOSES
WORLD PEDIATRIC PROJECT 7201 GLEN FOREST DRIVE, #304 RICHMOND, VA 23226	54-1953305	501(C)(3)	163,847.	0.			ANNUAL FUND, PROGRAM SUPPORT
WORLD WILDLIFE FUND 1250 24TH STREET NW WASHINGTON, DC 20037-1132	52-1693387	501 (C)3	15,250.	0.			GENERAL PURPOSES
YMCA OF GREATER RICHMOND 2 WEST FRANKLIN STREET RICHMOND, VA 23220	54-0505986	501(C)(3)	556,202.	0.			GENERAL PURPOSES, PROGRAM SUPPORT
YOUNG LIFE P.O. BOX 520 COLORADO SPRINGS, CO 80901	84-0385934	501 (C)3	19,000.	0.			PROGRAM SUPPORT
YOUTH CAMPS FOR CHRIST, INC. 190 MANGUM LANE LITTLETON, NC 27850	56-0935664	501 (C)3	100,000.	0.			CAPITAL CAMPAIGN
VOLUNTEERS IN MEDICINE CLINIC 15 NORTHRIDGE DRIVE HILTON HEAD, SC 29926	57-0959206	501(C)(3)	25,000.	0.			GENERAL PURPOSES, ENDOWMENT SUPPORT
WILLIAM AND MARY ATHLETIC EDUCATIONAL FOUNDATION - P.O. BOX 399 - WILLIAMSBURG, VA 23187-0399	54-6056480	501(C)(3)	86,750.	0.			GENERAL PURPOSES, ATHLETIC PROGRAM SUPPORT
YOUTH LIFE FOUNDATION OF RICHMOND P.O. BOX 15202 RICHMOND, VA 23227	81-0569287	501 (C)3	122,185.	0.			GENERAL PURPOSES

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
WESTERN TIDEWATER VIRGINIA HERITAGE, INC. - 73 JAMES ST. - DENDRON, VA 23839	81-4529440	501 (C)3	10,000.	0.			PROGRAM SUPPORT
YWCA OF RICHMOND 6 NORTH 5TH STREET RICHMOND, VA 23219	54-0506493	501(C)(3)	179,917.	0.			GENERAL PURPOSES, PROGRAM SUPPORT
PRESIDENT AND FELLOWS OF MIDDLEBURY COLLEGE - 5370 MIDDLEBURY COLLEGE - CORNWALL, VT 05753	03-0179298	501 (C)(3)	50,000.	0.			SCHOLARSHIPS
RAMP ACCESS MADE POSSIBLE BY STUDENTS - 1114 WESTBRIAR DR. SUITE D - RICHMOND, VA 23238	55-0900123	501 (C)(3)	7,524.	0.			GENERAL PURPOSES
REAL LIFE P.O. BOX 27372 RICHMOND, VA 23261-6484	37-1797980	501 (C)(3)	48,850.	0.			GENERAL PURPOSES, PROGRAM SUPPORT
REDEMPTION HILL CHURCH 3126 W. CARY ST. #212 RICHMOND, VA 23221	54-6001796	501 (C)(3)	8,142.	0.			GENERAL PURPOSES
RICHMOND CITY HEALTH DISTRICT 400 EAST CARY ST. ROOM 406 RICHMOND, VA 23219		CITY OF RICHMOND	75,000.	0.			TO SUPPORT HEALTH RESOURCE CENTERS
RICHMOND PUBLIC SCHOOLS EDUCATION FOUNDATION - 301 9TH ST. 17TH FL - RICHMOND, VA 23219	54-2025186	501 (C)(3)	17,500.	0.			PROGRAM SUPPORT
RICHMOND TRIANGLE PLAYERS P.O. BOX 6905 RICHMOND, VA 23230	62-1513800	501 (C)(3)	60,250.	0.			CAPITAL CAMPAIGN

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
RICK SHARP ALZ FOUNDATION P.O. BOX 42333 RICHMOND, VA 23242-0714	46-4438822	501 (C)(3)	7,849.	0.			RESEARCH, GENERAL PURPOSES
MID-LOTHIAN MINES & RAILROADS FOUNDATION - 6801 MIMMS LOOP - CHESTERFIELD, VA 23114	20-1603047	501 (C)(3)	60,000.	0.			OPERATIONS OR CAPITAL EXPENSES
ROBINSON THEATER COMMUNITY ARST CENTER - 2903 Q ST. - RICHMOND, VA 23223	26-4176813	501 (C)(3)	10,000.	0.			GENERAL PURPOSES
ROOSEVELT UNIVERSITY OFFICE OF INSTITUTIONAL ADVANCEMENT - 430 S. MICHIGAN AVE. STE 818D - CHICAGO, IL 60605	36-2167854	501 (C)(3)	10,000.	0.			GENERAL PURPOSES
ROTARY YOUTH ACTIVITIES P.O. BOX 17664 RICHMOND, VA 23226-7664	54-0488458	501 (C)(3)	9,400.	0.			GENERAL PURPOSES, PROGRAM SUPPORT
RVA RAPID TRANSIT 1627 MONUMENT AVE. RICHMOND, VA 23220	81-4216743	501 (C)(3)	17,500.	0.			TRANSIT EDUCATION
RX DRUG ACCESS PARTNERSHIP 2924 EMERYWOOD PARKWAY STE 300 RICHMOND, VA 23294	57-1186937	501 (C)(3)	18,280.	0.			PROGRAM SUPPORT
SOUTHSIDE TRANSFORMATION OPPORTUNITIES FOR RESIDENTS & YOUTH - P.O. BOX 1649 - HOPEWELL, VA 23860	47-5245876	501 (C)(3)	25,000.	0.			PROGRAM SUPPORT
SPCA OF FREDERICKSBURG 10819 COURTHOUSE RD FREDERICKSBURG, VA 22408-2627	54-0648185	501 (C)(3)	32,500.	0.			GENERAL PURPOSES

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ST. ANDREW'S SCHOOL OF MATH AND SCIENCE PTA - 30 CHADWICK DR. - CHARLESTON, SC 29407	57-0626301	501 (C)(3)	15,000.	0.			PROGRAM SUPPORT
ST. ANNE'S-BELFIELD, INC. 2132 IVY ROAD CHARLOTTESVILLE, VA 22903	54-0880465	501 (C)(3)	8,000.	0.			GENERAL PURPOSES
ST JUDE CHILDREN'S RESEARCH HOSPITAL - 501 ST. JUDE PLACE - MEMPHIS, TN 38105	62-0646012	501 (C)(3)	7,550.	0.			GENERAL PURPOSES
ST. MICHAEL'S EPISCOPAL SCHOOL 8706 QUAKER LANE RICHMOND, VA 23235-2918	20-5038516	501 (C)(3)	11,938.	0.			GENERAL PURPOSES
ST. PAUL'S SCHOOL FOR GIRLS 11232 FALLS ROAD BROOKLANDVILLE, MD 21022	52-0709497	501 (C)(3)	50,000.	0.			ENDOWMENT SUPPORT
SWIMRVA 5050 RIDGEDALE PARKWAY RICHMOND, VA 23234	27-4185518	501 (C)(3)	68,600.	0.			GENERAL PURPOSES
THE COLLEGE OF WILLIAM & MARY MASON SCHOOL OF BUSINESS - P.O. BOX 1693 - WILLIAMSBURG, VA 23187-1693	23-7079011	501 (C)(3)	31,850.	0.			GENERAL PURPOSES
THE COLLEGE OF WILLIAM & MARY P.O. BOX 1693 WILLIAMSBURG, VA 23187	54-6001718	501 (C)(3)	12,704.	0.			GENERAL PURPOSES, LIBRARY SUPPORT
THE FAMILY PANTRY OF CAPE CODE 133 QUEEN ANNE RD HARWICH, MA 02645	22-3079904	501 (C)(3)	10,000.	0.			GENERAL PURPOSES

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)							
(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
THE JOHN MARSHALL FOUNDATION 1108 E. MAIN ST. SUITE 800 RICHMOND, VA 23219	54-1417184	501 (C)(3)	25,300.	0.			PROGRAM SUPPORT
THE LITERACY LAB 1003 K. ST. NW, SUITE 500 WASHINGTON, DC 20001	27-1777117	501 (C)(3)	30,000.	0.			PROGRAM SUPPORT
THE NORTH STAR FUND 520 8TH AVE. SUITE 1800 NEW YORK, NY 10018	13-2920801	501 (C)(3)	30,000.	0.			GENERAL PURPOSES
THE PHILLIPS COLLECTION 1600 21ST. ST NW WASHINGTON, DC 20009	53-0204620	501 (C)(3)	15,000.	0.			GENERAL PURPOSES
CYSTIC FIBROSIS FOUNDATION - VA CHAPTER - 7202 GLEN FOREST DRIVE - RICHMOND, VA 23226	13-1930701	501 (C)(3)	22,250.	0.			GREAT STRIDES WALK

Part III Grants and Other Assistance to Domestic Individuals. Complete if the organization answered "Yes" on Form 990, Part IV, line 22.
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of noncash assistance
SCHOLARSHIPS	182	392,964.	0.		
EDUCATIONAL LEADERSHIP AWARDS	4	30,000.	0.		
TEACHING EXCELLENCE AWARDS	30	180,800.	0.		

Part IV Supplemental Information. Provide the information required in Part I, line 2; Part III, column (b); and any other additional information.

PART I, LINE 2:

BEFORE AWARDING A COMPETITIVE GRANT, THE FOUNDATION REVIEWS A FULL PROPOSAL FROM EACH APPLICANT. THE PROPOSAL INCLUDES DETAILED INFORMATION DESCRIBING: THE COMMUNITY NEED BEING ADDRESSED, PROJECT OR SERVICES, TARGET RECIPIENTS OF SERVICES, GOALS AND MEASURABLE OBJECTIVES, HOW THE PROJECT WILL BE EVALUATED, AND PROJECT BUDGET, INCLUDING THE USE OF FOUNDATION FUNDS. FOR ALL COMPETITIVE GRANTS, THE FOUNDATION REVIEWS THE APPLICANT'S AGENCY BUDGET, MOST RECENT IRS FORM 990, FINANCIAL STATEMENTS AND AUDIT, AND OTHER SUPPORTING DOCUMENTATION TO ASSESS THE AGENCY'S

Part IV Supplemental Information

VIABILITY AND CAPACITY TO BE ACCOUNTABLE FOR FOUNDATION FUNDS. THE FOUNDATION MONITORS USE OF COMPETITIVE GRANT FUNDS BY REQUIRING AN ANNUAL FINAL REPORT AT THE END OF THE GRANT YEAR FROM EVERY GRANTEE. SEVERAL COMPETITIVE GRANTEES ARE ALSO REQUIRED TO SUBMIT INTERIM SIX-MONTH REPORTS. WITH EACH INTERIM AND FINAL ANNUAL REPORT, GRANTEES MUST REPORT ON THE USE OF FOUNDATION FUNDS, INCLUDING NARRATIVE DESCRIPTIONS OF ACTIVITIES AND OUTCOMES, AS WELL AS FINANCIAL INFORMATION THAT DEMONSTRATES HOW FUNDS WERE ALLOCATED. PROGRAM STAFF OF THE COMMUNITY FOUNDATION REVIEW COMPETITIVE GRANT REPORTS TO ENSURE GRANTEES HAVE USED FUNDS AS REQUESTED. THE COMMUNITY FOUNDATION ALSO AWARDS GRANTS FROM DONOR ADVISED FUNDS. A DONOR MAY MAKE A RECOMMENDATION OF SUPPORT TO THE BOARD OF GOVERNORS AT ANY TIME. SUCH RECOMMENDATIONS ARE ADVISORY AND FINAL JUDGMENT RESTS WITH THE BOARD OF GOVERNORS, WHOSE CHARGE IT IS TO SEE THAT ALL DISTRIBUTIONS AFFIRM THE CHARITABLE PURPOSES FOR WHICH THE DONOR ESTABLISHED FUND WAS CREATED AND ARE WITHIN THE BROAD CHARITABLE PURPOSES OF THE FOUNDATION. THE FOUNDATION REVIEWS THE RECOMMENDED AGENCY'S BUDGET, MOST RECENT IRS FORM 990, FINANCIAL STATEMENTS AND AUDIT AND OTHER SUPPORTING DOCUMENTATION TO ASSESS THE AGENCY'S VIABILITY AND CAPACITY TO BE ACCOUNTABLE FOR FOUNDATION FUNDS. AGENCIES RECEIVING A GRANT FROM OTHER DONOR ESTABLISHED FUNDS MAY BE REQUIRED TO SUBMIT AN ANNUAL REPORT ON HOW FUNDS AWARDED IN THE PRIOR YEAR WERE APPLIED TO THE AGENCY'S MISSION OR HOW THEY WILL BE APPLIED IN THE FUTURE.

SCHEDULE I, PART II, LINE 3

THE COMMUNITY FOUNDATION MADE A GRANT TO THE ENERGYSHARE ENDOWMENT. THE PURPOSE OF THIS GRANT IS TO SUPPLEMENT NEW COOLING ASSISTANCE PROGRAM FOR SENIORS.

**SCHEDULE J
(Form 990)**

Compensation Information

OMB No. 1545-0047

2017

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 23.

▶ Attach to Form 990.

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Name of the organization

THE COMMUNITY FOUNDATION, INC.

Employer identification number

23-7009135

Part I Questions Regarding Compensation

- 1a** Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.
- | | |
|--|---|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (such as, maid, chauffeur, chef) |

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked on line 1a?

3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.

- | | |
|---|---|
| <input type="checkbox"/> Compensation committee | <input type="checkbox"/> Written employment contract |
| <input checked="" type="checkbox"/> Independent compensation consultant | <input checked="" type="checkbox"/> Compensation survey or study |
| <input type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

4 During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

- a** Receive a severance payment or change-of-control payment?
- b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?
- c** Participate in, or receive payment from, an equity-based compensation arrangement?
- If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.

5 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

- a** The organization?
- b** Any related organization?
- If "Yes" on line 5a or 5b, describe in Part III.

6 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

- a** The organization?
- b** Any related organization?
- If "Yes" on line 6a or 6b, describe in Part III.

7 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any nonfixed payments not described on lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

9 If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

	Yes	No
1b		
2		
4a		X
4b		X
4c		X
5a		X
5b		X
6a		X
6b		X
7		X
8		X
9		

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2017

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported on Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that aren't listed on Form 990, Part VII.

Note: The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in column (B) reported as deferred on prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) SHERRIE B. ARMSTRONG PRESIDENT & CEO	(i)	327,813.	0.	0.	12,523.	5,841.	346,177.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(2) KAREN W. HAND SR. VP, OPERATIONS	(i)	176,110.	0.	0.	9,011.	0.	185,121.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
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	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							

Part IV Business Transactions Involving Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
SHERRIE B. ARMSTRONG	PRESIDENT & CEO OF	0.	SEE BELOW		X

Part V Supplemental Information

Provide additional information for responses to questions on Schedule L (see instructions).

SCH L, PART IV, BUSINESS TRANSACTIONS INVOLVING INTERESTED PERSONS:

(A) NAME OF PERSON: SHERRIE B. ARMSTRONG

(B) RELATIONSHIP BETWEEN INTERESTED PERSON AND ORGANIZATION:

PRESIDENT & CEO OF THE COMMUNITY FOUNDATION, INC.

(C) AMOUNT OF TRANSACTION \$ -0-

(D) DESCRIPTION OF TRANSACTION: SEE BELOW

SHERRIE B. ARMSTRONG FOR THE PERIOD 1/1/17-12/31/17 IS ALSO A BOARD MEMBER OF PARTNERSHIP FOR NONPROFIT EXCELLENCE AND THE JANE & ARTHUR FLIPPO ENDOWMENT FOUNDATION.

(E) SHARING OF ORGANIZATION REVENUES? = NO

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No. 1545-0047

2017

Open To Public Inspection

Department of the Treasury
Internal Revenue Service

- ▶ Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
- ▶ Attach to Form 990.
- ▶ Go to www.irs.gov/Form990 for the latest information.

Name of the organization **THE COMMUNITY FOUNDATION, INC.** Employer identification number **23-7009135**

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art				
2 Art - Historical treasures				
3 Art - Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities - Publicly traded	X	148	14,868,135.	FAIR VALUE
10 Securities - Closely held stock				
11 Securities - Partnership, LLC, or trust interests				
12 Securities - Miscellaneous				
13 Qualified conservation contribution - Historic structures				
14 Qualified conservation contribution - Other				
15 Real estate - Residential				
16 Real estate - Commercial				
17 Real estate - Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ▶ (TRUST BENEFIC)	X	1	4,000,000.	OTHER
26 Other ▶ (IN-KIND GOODS)	X	4	21,591.	OTHER
27 Other ▶ ()				
28 Other ▶ ()				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement 29 1

	Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which isn't required to be used for exempt purposes for the entire holding period?		X
b If "Yes," describe the arrangement in Part II.		
31 Does the organization have a gift acceptance policy that requires the review of any nonstandard contributions?	X	
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?	X	
b If "Yes," describe in Part II.		
33 If the organization didn't report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.		

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule M (Form 990) 2017

Part II **Supplemental Information.** Provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

SCHEDULE M, LINE 32B:

A REAL ESTATE AGENT WAS USED TO SELL THE COMMERCIAL REAL ESTATE RECEIVED IN 2016. THE SALE WAS COMPLETED IN 2017.

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2017

Open to Public
Inspection

Name of the organization

THE COMMUNITY FOUNDATION, INC.

Employer identification number

23-7009135

FORM 990, PART III, LINE 4D, OTHER PROGRAM SERVICES:

ECONOMIC PROSPERITY, CAPACITY BUILDING AND OTHER: THE REGION'S
RESOURCES ARE SUSTAINABLE AND ITS RESIDENTS ARE ECONOMICALLY STABLE AND
SECURE. IN ADDITION, CF PROVIDES CAPACITY BUILDING SUPPORT TO ENSURE A
STRONG AND EFFECTIVE NONPROFIT SECTOR.

EXPENSES \$ 9,223,780. INCLUDING GRANTS OF \$ 8,250,404. REVENUE \$ 0.

PART IV, LINE 33

EFFECTIVE JULY 12, 2013, MIDDLE SCHOOL RENAISSANCE 2020 ("MSR2020") WAS
FORMED TO STRENGTHEN OUTCOMES FOR RICHMOND PUBLIC SCHOOL MIDDLE-SCHOOL
STUDENTS. MSR 2020 TAKES A SYSTEMS APPROACH TO PROGRAM DESIGN AND
DELIVERY AND SEEKS TO BUILD A MORE COMPREHENSIVE OUT-OF-SCHOOL TIME,
DIVISION WIDE SOLUTION FOR RICHMOND PUBLIC SCHOOL MIDDLE-SCHOOL
STUDENTS. MSR 2020 OPERATES AS A SINGLE-MEMBER LLC OF THE FOUNDATION.

FORM 990, PART VI, SECTION B, LINE 11B:

A DRAFT OF THE FORM 990 AND APPLICABLE SCHEDULES ARE PROVIDED TO EACH
MEMBER OF THE COMMUNITY FOUNDATION'S BOARD OF GOVERNORS FOR REVIEW BEFORE
IT IS FILED WITH THE INTERNAL REVENUE SERVICE. IT IS REVIEWED BY THE
COMMUNITY FOUNDATION'S CHIEF FINANCIAL OFFICER AND THE PRESIDENT & CHIEF
EXECUTIVE OFFICER.

PART V, LINE 2A

THE COMMUNITY FOUNDATION (CF) EMPLOYED 45 FULL-TIME EQUIVALENTS DURING

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule O (Form 990 or 990-EZ) (2017)

732211 09-07-17

Name of the organization THE COMMUNITY FOUNDATION, INC.	Employer identification number 23-7009135
--	--

2017. 45 W-2S WERE ISSUED IN 2017 (TCF HAD 41 EMPLOYEES PLUS 4 EMPLOYEES FOR MSR 2020 LLC).

FORM 990, PART VI, SECTION B, LINE 12C:

OFFICERS AND DIRECTORS OF THE COMMUNITY FOUNDATION COMPLETE A SIGNED CONFLICT OF INTEREST POLICY ANNUALLY.

FORM 990, PART VI, SECTION B, LINE 15:

THE FOUNDATION HAS ESTABLISHED SALARY GRADES AND RANGES, WITH THE GUIDANCE OF AN INDEPENDENT HR CONSULTING FIRM, WHICH TAKE INTO CONSIDERATION PUBLISHED COMPENSATION STUDIES AND OTHER DATABASES, WHICH INCLUDE COMPENSATION DATA SPECIFIC TO NONPROFIT AND TAX-EXEMPT ORGANIZATIONS. WHEN DETERMINING COMPENSATION LEVELS FOR THE PRESIDENT & CHIEF EXECUTIVE OFFICER, CHIEF FINANCIAL OFFICER, SENIOR VICE PRESIDENT OPERATIONS, SENIOR VICE PRESIDENT PHILANTHROPIC SERVICES, CHIEF COMMUNITY ENGAGEMENT OFFICER AND VICE PRESIDENT, COMMUNITY ENGAGEMENT, THE FINANCE COMMITTEE COMPARES COMPENSATION LEVELS TO EXTERNAL COMPARISON GROUPS, INCLUDING APPROPRIATE ADJUSTMENTS TO REFLECT THE INDIVIDUALS' SKILLS, EXPERIENCE, LENGTH OF SERVICE, AND STATURE/REPUTATION OF TCF EXECUTIVES. THE FINANCE COMMITTEE MAKES RECOMMENDATIONS REGARDING COMPENSATION LEVELS OF THE EXECUTIVES LISTED ABOVE ANNUALLY TO THE BOARD OF GOVERNORS, WHO ULTIMATELY APPROVE THESE DECISIONS.

FORM 990, PART VI, SECTION C, LINE 19:

THE COMMUNITY FOUNDATION'S FINANCIAL STATEMENTS ARE AVAILABLE TO THE PUBLIC UPON REQUEST AT THE COMMUNITY FOUNDATION OFFICES.

THE RICHMOND FUND, LP - PASS-THROUGH ENTITY FOOTNOTE:

Name of the organization THE COMMUNITY FOUNDATION, INC.	Employer identification number 23-7009135
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ALL FORM 5471 FILING REQUIREMENTS WILL BE SATISFIED BY THE FOLLOWING

FORM 1065 FILER:

THE RICHMOND FUND, LP, 6806 PARAGON PLACE, SUITE 290, RICHMOND, VA
23230; EIN: 26-1501561

THE FORM 1065 WILL BE FILED AT THE INTERNAL REVENUE SERVICE CENTER IN
OGDEN, UT 84201-0011.

**SCHEDULE R
(Form 990)**

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.
▶ Attach to Form 990.

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2017

Open to Public
Inspection

Name of the organization **THE COMMUNITY FOUNDATION, INC.** Employer identification number **23-7009135**

Part I Identification of Disregarded Entities. Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity
MIDDLE SCHOOL RENAISSANCE 2020 LLC - 46-3607727, 7501 BOULDERS VIEW DR., SUITE 110, RICHMOND, VA 23225-4047	OUT-OF-SCHOOL TIME INITIATIVE FOR MIDDLE SCHOOL YOUTH	VIRGINIA	1,571,880.	1,985,632.	THE COMMUNITY FOUNDATION, INC.

Part II Identification of Related Tax-Exempt Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related tax-exempt organizations during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
PARTNERSHIP FOR NONPROFIT EXCELLENCE - 20-8227522, 7501 BOULDERS VIEW DRIVE SUITE 101, RICHMOND, VA 23225	NONPROFIT ADVANCEMENT	VIRGINIA	501(C)(3)	PUBLIC CHARITY	THE COMMUNITY FOUNDATION, INC.		X
ANNABELLA R. JENKINS FOUNDATION - 54-1364974 7501 BOULDERS VIEW DRIVE SUITE 110 RICHMOND, VA 23225	GRANTMAKING	VIRGINIA	501(C)(3)	TYPE I SUPPORTING	THE COMMUNITY FOUNDATION, INC.		X
R.E.B. FOUNDATION - 52-1206536 406 LAKEWAY COURT HENRICO, VA 23229	TEACHER & PRINCIPAL AWARDS AND GRANTMAKING	VIRGINIA	501(C)(3)	TYPE I SUPPORTING	THE COMMUNITY FOUNDATION, INC.		X
COMMONWEALTH FOUNDATION FOR CANCER RESEARCH - 04-3632101, 800 EAST CANAL STREET, RICHMOND, VA 23219	GRANTMAKING	VIRGINIA	501(C)(3)	TYPE I SUPPORTING	THE COMMUNITY FOUNDATION, INC.		X

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule R (Form 990) 2017

Part III Identification of Related Organizations Taxable as a Partnership. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related organizations treated as a partnership during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	

Part IV Identification of Related Organizations Taxable as a Corporation or Trust. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related organizations treated as a corporation or trust during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity?	
								Yes	No

Part V Transactions With Related Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

Note: Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

	Yes	No
a Receipt of (i) interest, (ii) annuities, (iii) royalties, or (iv) rent from a controlled entity		X
b Gift, grant, or capital contribution to related organization(s)	X	
c Gift, grant, or capital contribution from related organization(s)	X	
d Loans or loan guarantees to or for related organization(s)		X
e Loans or loan guarantees by related organization(s)		X
f Dividends from related organization(s)		X
g Sale of assets to related organization(s)		X
h Purchase of assets from related organization(s)		X
i Exchange of assets with related organization(s)		X
j Lease of facilities, equipment, or other assets to related organization(s)		X
k Lease of facilities, equipment, or other assets from related organization(s)		X
l Performance of services or membership or fundraising solicitations for related organization(s)		X
m Performance of services or membership or fundraising solicitations by related organization(s)		X
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)	X	
o Sharing of paid employees with related organization(s)		X
p Reimbursement paid to related organization(s) for expenses		X
q Reimbursement paid by related organization(s) for expenses	X	
r Other transfer of cash or property to related organization(s)		X
s Other transfer of cash or property from related organization(s)	X	

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1) PARTNERSHIP FOR NONPROFIT EXCELLENCE	B	12,250.	GRANTS
(2) PARTNERSHIP FOR NONPROFIT EXCELLENCE	N	563.	EXPENSE REIMBURSEMENT
(3) PARTNERSHIP FOR NONPROFIT EXCELLENCE	S	668,908.	TRANSFER OF FMV OF ASSETS
(4) ANNABELLA R. JENKINS FOUNDATION	C	213,193.	UNRESTRICTED SUPPORT
(5) ANNABELLA R. JENKINS FOUNDATION JANE AND ARTHUR FLIPPO ENDOWMENT	Q	2,125.	EXPENSE REIMBURSEMENT
(6) FOUNDATION	C	41,132.	UNRESTRICTED SUPPORT

Part V Continuation of Transactions With Related Organizations (Schedule R (Form 990), Part V, line 2)

(a) Name of other organization	(b) Transaction type (a-r)	(c) Amount involved	(d) Method of determining amount involved
(7) R.E.B. FOUNDATION COMMONWEALTH FOUNDATION FOR CANCER	C	891,649.	UNRESTCD. SUP. & GRANTS AWARDED
(8) RESEARCH	C	47,000.	UNRESTRICTED SUPPORT
(9) PAULEY FAMILY FOUNDATION	C	260,662.	UNRESTRICTED SUPPORT
(10) ANN K. KIRBY FOUNDATION	C	59,074.	UNRESTRICTED SUPPORT
(11)			
(12)			
(13)			
(14)			
(15)			
(16)			
(17)			
(18)			
(19)			
(20)			
(21)			
(22)			
(23)			
(24)			

Part VI **Unrelated Organizations Taxable as a Partnership.** Complete if the organization answered "Yes" on Form 990, Part IV, line 37.

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(e) Are all partners sec. 501(c)(3) orgs.?		(f) Share of total income	(g) Share of end-of-year assets	(h) Dispropor- tionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	

Part VII Supplemental Information.

Provide additional information for responses to questions on Schedule R. See instructions.

SCHEDULE R, PART VII

THE PAULEY FAMILY FOUNDATION WAS RE-ORGANIZED AS A TYPE I SUPPORTING ORGANIZATION TO THE COMMUNITY FOUNDATION WITH NOTICE GIVEN TO THE IRS IN 2011. THE FOUNDATION RECEIVED A FAVORABLE DETERMINATION LETTER FROM THE IRS DATED MARCH 30, 2017 INDICATING THAT IT IS A TYPE I SUPPORTING ORGANIZATION WITHIN THE MEANING OF SECTION 509(A)(3) OF THE INTERNAL REVENUE CODE.

Form **990-W**

Estimated Tax on Unrelated Business Taxable Income for Tax-Exempt Organizations

OMB No. 1545-0976

(Worksheet)

(and on Investment Income for Private Foundations) FORM 990-T

2018

Department of the Treasury
Internal Revenue Service

▶ Go to www.irs.gov/F990W for instructions and the latest information.
▶ Keep for your records. Do not send to the Internal Revenue Service.

1	Unrelated business taxable income expected in the tax year	1	
2	Tax on the amount on line 1. See instructions for tax computation	2	
3	Alternative minimum tax for trusts. See instructions	3	
4	Total. Add lines 2 and 3	4	
5	Estimated tax credits. See instructions	5	
6	Subtract line 5 from line 4	6	
7	Other taxes. See instructions	7	
8	Total. Add lines 6 and 7	8	
9	Credit for federal tax paid on fuels. See instructions	9	
10a	Subtract line 9 from line 8. Note: If less than \$500, the organization is not required to make estimated tax payments. Private foundations, see instructions	10a	
b	Enter the tax shown on the 2017 return. See instructions. Caution: If zero or the tax year was for less than 12 months, skip this line and enter the amount from line 10a on line 10c	10b	
c	2018 Estimated Tax. Enter the smaller of line 10a or line 10b. If the organization is required to skip line 10b, enter the amount from line 10a on line 10c	10c	

		(a)	(b)	(c)	(d)
11	Installment due dates. See instructions	11			
12	Required installments. Enter 25% of line 10c in columns (a) through (d). But see instructions if the organization uses the annualized income installment method, the adjusted seasonal installment method, or is a "large organization."	12			
13	2017 Overpayment. See instructions	13			
14	Payment due (Subtract line 13 from line 12)	14			

LHA For Paperwork Reduction Act Notice, see instructions.

Form **990-W** (2018)

ESTIMATED TAX OVERPAYMENT APPLIED 146,870.
AMOUNT DUE 0.

TAX RETURN FILING INSTRUCTIONS

FORM 990-T

FOR THE YEAR ENDING
DECEMBER 31, 2017

Prepared for	THE COMMUNITY FOUNDATION, INC. 3409 W MOORE STREET RICHMOND, VA 23230-4443
Prepared by	KEITER, STEPHENS, HURST, GARY & SHREAVES, PC 4401 DOMINION BLVD GLEN ALLEN, VA 23060
Amount due or refund	OVERPAYMENT OF \$146,870. THE ENTIRE OVERPAYMENT HAS BEEN APPLIED TO THE ESTIMATED TAX PAYMENTS.
Make check payable to	NO AMOUNT IS DUE.
Mail tax return and check (if applicable) to	DEPARTMENT OF THE TREASURY INTERNAL REVENUE SERVICE CENTER OGDEN, UT 84201-0027
Return must be mailed on or before	NOVEMBER 15, 2018
Special Instructions	THE RETURN SHOULD BE SIGNED AND DATED.

Form **990-T**

Exempt Organization Business Income Tax Return
(and proxy tax under section 6033(e))

OMB No. 1545-0687

2017

For calendar year 2017 or other tax year beginning _____, and ending _____

▶ Go to www.irs.gov/Form990T for instructions and the latest information.

▶ Do not enter SSN numbers on this form as it may be made public if your organization is a 501(c)(3).

Department of the Treasury
Internal Revenue Service

Open to Public Inspection for
501(c)(3) Organizations Only

<p>A <input checked="" type="checkbox"/> Check box if address changed</p> <p>B Exempt under section <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 408(e) <input type="checkbox"/> 220(e) <input type="checkbox"/> 408A <input type="checkbox"/> 530(a) <input type="checkbox"/> 529(a)</p>	Print or Type	<p>Name of organization (<input type="checkbox"/> Check box if name changed and see instructions.) THE COMMUNITY FOUNDATION, INC.</p> <p>Number, street, and room or suite no. If a P.O. box, see instructions. 3409 W MOORE STREET</p> <p>City or town, state or province, country, and ZIP or foreign postal code RICHMOND, VA 23230-4443</p>	<p>D Employer identification number (Employees' trust, see instructions.) 23-7009135</p> <p>E Unrelated business activity codes (See instructions.) 523000</p>
---	---------------------	--	--

<p>C Book value of all assets at end of year 543,920,142.</p>	<p>F Group exemption number (See instructions.) ▶</p> <p>G Check organization type ▶ <input checked="" type="checkbox"/> 501(c) corporation <input type="checkbox"/> 501(c) trust <input type="checkbox"/> 401(a) trust <input type="checkbox"/> Other trust</p>
--	--

H Describe the organization's primary unrelated business activity. ▶ **INCOME FROM PARTNERSHIP PASSTHROUGH ENTITY**

I During the tax year, was the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group? ▶ Yes No
 If "Yes," enter the name and identifying number of the parent corporation. ▶

J The books are in care of ▶ **SHERRIE B. ARMSTRONG, PRESIDENT &** Telephone number ▶ **(804) 330-7400**

Part I Unrelated Trade or Business Income	(A) Income	(B) Expenses	(C) Net
1a Gross receipts or sales			
b Less returns and allowances			
c Balance	1c		
2 Cost of goods sold (Schedule A, line 7)	2		
3 Gross profit. Subtract line 2 from line 1c	3		
4a Capital gain net income (attach Schedule D)	4a		
b Net gain (loss) (Form 4797, Part II, line 17) (attach Form 4797)	4b		
c Capital loss deduction for trusts	4c		
5 Income (loss) from partnerships and S corporations (attach statement)	5 -1,298,119.	STMT 1	-1,298,119.
6 Rent income (Schedule C)	6		
7 Unrelated debt-financed income (Schedule E)	7		
8 Interest, annuities, royalties, and rents from controlled organizations (Sch. F)...	8		
9 Investment income of a section 501(c)(7), (9), or (17) organization (Schedule G)	9		
10 Exploited exempt activity income (Schedule I)	10		
11 Advertising income (Schedule J)	11		
12 Other income (See instructions; attach schedule)	12		
13 Total. Combine lines 3 through 12	13 -1,298,119.		-1,298,119.

Part II Deductions Not Taken Elsewhere (See instructions for limitations on deductions.)
 (Except for contributions, deductions must be directly connected with the unrelated business income.)

14 Compensation of officers, directors, and trustees (Schedule K)	14	
15 Salaries and wages	15	
16 Repairs and maintenance	16	
17 Bad debts	17	
18 Interest (attach schedule)	18	
19 Taxes and licenses	19	
20 Charitable contributions (See instructions for limitation rules)	20	
21 Depreciation (attach Form 4562)	21	
22 Less depreciation claimed on Schedule A and elsewhere on return	22a	22b
23 Depletion	23	
24 Contributions to deferred compensation plans	24	
25 Employee benefit programs	25	
26 Excess exempt expenses (Schedule I)	26	
27 Excess readership costs (Schedule J)	27	
28 Other deductions (attach schedule)	28	
29 Total deductions. Add lines 14 through 28	29	0.
30 Unrelated business taxable income before net operating loss deduction. Subtract line 29 from line 13	30	-1,298,119.
31 Net operating loss deduction (limited to the amount on line 30) SEE STATEMENT 2	31	
32 Unrelated business taxable income before specific deduction. Subtract line 31 from line 30	32	-1,298,119.
33 Specific deduction (Generally \$1,000, but see line 33 instructions for exceptions)	33	1,000.
34 Unrelated business taxable income. Subtract line 33 from line 32. If line 33 is greater than line 32, enter the smaller of zero or line 32	34	-1,298,119.

Part III Tax Computation

35 Organizations Taxable as Corporations. See instructions for tax computation. Controlled group members (sections 1561 and 1563) check here <input checked="" type="checkbox"/> See instructions and:		
a Enter your share of the \$50,000, \$25,000, and \$9,925,000 taxable income brackets (in that order): (1) \$ <u>50,000.</u> (2) \$ <u>25,000.</u> (3) \$ <u>9,925,000.</u>		
b Enter organization's share of: (1) Additional 5% tax (not more than \$11,750) \$ _____ (2) Additional 3% tax (not more than \$100,000) \$ _____		
c Income tax on the amount on line 34	35c	0.
36 Trusts Taxable at Trust Rates. See instructions for tax computation. Income tax on the amount on line 34 from: <input type="checkbox"/> Tax rate schedule or <input type="checkbox"/> Schedule D (Form 1041)	36	
37 Proxy tax. See instructions	37	
38 Alternative minimum tax	38	
39 Tax on Non-Compliant Facility Income. See instructions	39	
40 Total. Add lines 37, 38 and 39 to line 35c or 36, whichever applies	40	0.

Part IV Tax and Payments

41a Foreign tax credit (corporations attach Form 1118; trusts attach Form 1116)	41a	
b Other credits (see instructions)	41b	
c General business credit. Attach Form 3800	41c	
d Credit for prior year minimum tax (attach Form 8801 or 8827)	41d	
e Total credits. Add lines 41a through 41d	41e	
42 Subtract line 41e from line 40	42	0.
43 Other taxes. Check if from: <input type="checkbox"/> Form 4255 <input type="checkbox"/> Form 8611 <input type="checkbox"/> Form 8697 <input type="checkbox"/> Form 8866 <input type="checkbox"/> Other (attach schedule)	43	
44 Total tax. Add lines 42 and 43	44	0.
45a Payments: A 2016 overpayment credited to 2017	45a	146,870.
b 2017 estimated tax payments	45b	
c Tax deposited with Form 8868	45c	
d Foreign organizations: Tax paid or withheld at source (see instructions)	45d	
e Backup withholding (see instructions)	45e	
f Credit for small employer health insurance premiums (Attach Form 8941)	45f	
g Other credits and payments: <input type="checkbox"/> Form 2439 <input type="checkbox"/> Form 4136 <input type="checkbox"/> Other _____ Total	45g	
46 Total payments. Add lines 45a through 45g	46	146,870.
47 Estimated tax penalty (see instructions). Check if Form 2220 is attached <input type="checkbox"/>	47	
48 Tax due. If line 46 is less than the total of lines 44 and 47, enter amount owed	48	
49 Overpayment. If line 46 is larger than the total of lines 44 and 47, enter amount overpaid	49	146,870.
50 Enter the amount of line 49 you want: Credited to 2018 estimated tax <u>146,870.</u> Refunded	50	0.

Part V Statements Regarding Certain Activities and Other Information (see instructions)

51 At any time during the 2017 calendar year, did the organization have an interest in or a signature or other authority over a financial account (bank, securities, or other) in a foreign country? If YES, the organization may have to file FinCEN Form 114, Report of Foreign Bank and Financial Accounts. If YES, enter the name of the foreign country here <u>UNITED KINGDOM</u>	Yes	No
	X	
52 During the tax year, did the organization receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If YES, see instructions for other forms the organization may have to file.		X
53 Enter the amount of tax-exempt interest received or accrued during the tax year <u>\$</u>		

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.

Sign Here
 Signature of officer: _____ Date: _____
 Title: **PRESIDENT AND CEO**
 May the IRS discuss this return with the preparer shown below (see instructions)? Yes No

Paid Preparer Use Only
 Print/Type preparer's name: **VIRGINIA R. BELCHER**
 Preparer's signature: _____ Date: _____
 Check if self-employed PTIN: **P00421964**
 Firm's name: **KEITER, STEPHENS, HURST, GARY & SHREAVES, P** Firm's EIN: **54-1631262**
 Firm's address: **4401 DOMINION BLVD GLEN ALLEN, VA 23060** Phone no.: **(804)747-0000**

Schedule A - Cost of Goods Sold. Enter method of inventory valuation ► **N/A**

1	Inventory at beginning of year	1		6	Inventory at end of year	6	
2	Purchases	2		7	Cost of goods sold. Subtract line 6 from line 5. Enter here and in Part I, line 2	7	
3	Cost of labor	3		8	Do the rules of section 263A (with respect to property produced or acquired for resale) apply to the organization?		Yes No
4a	Additional section 263A costs (attach schedule)	4a					
b	Other costs (attach schedule)	4b					
5	Total. Add lines 1 through 4b	5					

Schedule C - Rent Income (From Real Property and Personal Property Leased With Real Property)

(see instructions)

1. Description of property

(1)	
(2)	
(3)	
(4)	

2. Rent received or accrued

(a) From personal property (if the percentage of rent for personal property is more than 10% but not more than 50%)	(b) From real and personal property (if the percentage of rent for personal property exceeds 50% or if the rent is based on profit or income)	3(a) Deductions directly connected with the income in columns 2(a) and 2(b) (attach schedule)
(1)		
(2)		
(3)		
(4)		
Total	0.	Total 0.

(c) **Total income.** Add totals of columns 2(a) and 2(b). Enter here and on page 1, Part I, line 6, column (A)

(b) **Total deductions.** Enter here and on page 1, Part I, line 6, column (B) ... 0.

Schedule E - Unrelated Debt-Financed Income (see instructions)

1. Description of debt-financed property	2. Gross income from or allocable to debt-financed property	3. Deductions directly connected with or allocable to debt-financed property		
		(a) Straight line depreciation (attach schedule)	(b) Other deductions (attach schedule)	
(1)				
(2)				
(3)				
(4)				
4. Amount of average acquisition debt on or allocable to debt-financed property (attach schedule)	5. Average adjusted basis of or allocable to debt-financed property (attach schedule)	6. Column 4 divided by column 5	7. Gross income reportable (column 2 x column 6)	8. Allocable deductions (column 6 x total of columns 3(a) and 3(b))
(1)		%		
(2)		%		
(3)		%		
(4)		%		
Totals			Enter here and on page 1, Part I, line 7, column (A). 0.	Enter here and on page 1, Part I, line 7, column (B). 0.
Total dividends-received deductions included in column 8				0.

Schedule F - Interest, Annuities, Royalties, and Rents From Controlled Organizations (see instructions)

1. Name of controlled organization	2. Employer identification number	Exempt Controlled Organizations			
		3. Net unrelated income (loss) (see instructions)	4. Total of specified payments made	5. Part of column 4 that is included in the controlling organization's gross income	6. Deductions directly connected with income in column 5
(1)					
(2)					
(3)					
(4)					

Nonexempt Controlled Organizations

7. Taxable income	8. Net unrelated income (loss) (see instructions)	9. Total of specified payments made	10. Part of column 9 that is included in the controlling organization's gross income	11. Deductions directly connected with income in column 10
(1)				
(2)				
(3)				
(4)				
Totals			Add columns 5 and 10. Enter here and on page 1, Part I, line 8, column (A). 0.	Add columns 6 and 11. Enter here and on page 1, Part I, line 8, column (B). 0.

Schedule G - Investment Income of a Section 501(c)(7), (9), or (17) Organization (see instructions)

1. Description of income	2. Amount of income	3. Deductions directly connected (attach schedule)	4. Set-asides (attach schedule)	5. Total deductions and set-asides (col. 3 plus col. 4)
(1)				
(2)				
(3)				
(4)				
Totals		Enter here and on page 1, Part I, line 9, column (A). 0.		Enter here and on page 1, Part I, line 9, column (B). 0.

Schedule I - Exploited Exempt Activity Income, Other Than Advertising Income (see instructions)

1. Description of exploited activity	2. Gross unrelated business income from trade or business	3. Expenses directly connected with production of unrelated business income	4. Net income (loss) from unrelated trade or business (column 2 minus column 3). If a gain, compute cols. 5 through 7.	5. Gross income from activity that is not unrelated business income	6. Expenses attributable to column 5	7. Excess exempt expenses (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
Totals		Enter here and on page 1, Part I, line 10, col. (A). 0.	Enter here and on page 1, Part I, line 10, col. (B). 0.			Enter here and on page 1, Part II, line 26. 0.

Schedule J - Advertising Income (see instructions)

Part I Income From Periodicals Reported on a Consolidated Basis

1. Name of periodical	2. Gross advertising income	3. Direct advertising costs	4. Advertising gain or (loss) (col. 2 minus col. 3). If a gain, compute cols. 5 through 7.	5. Circulation income	6. Readership costs	7. Excess readership costs (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
Totals (carry to Part II, line (5))		0.	0.			0.

Part II **Income From Periodicals Reported on a Separate Basis** (For each periodical listed in Part II, fill in columns 2 through 7 on a line-by-line basis.)

1. Name of periodical	2. Gross advertising income	3. Direct advertising costs	4. Advertising gain or (loss) (col. 2 minus col. 3). If a gain, compute cols. 5 through 7.	5. Circulation income	6. Readership costs	7. Excess readership costs (column 6 minus column 5, but not more than column 4).
(1)						
(2)						
(3)						
(4)						
Totals from Part I	0.	0.				0.
Totals, Part II (lines 1-5)	Enter here and on page 1, Part I, line 11, col. (A). 0.	Enter here and on page 1, Part I, line 11, col. (B). 0.				Enter here and on page 1, Part II, line 27. 0.

Schedule K - Compensation of Officers, Directors, and Trustees (see instructions)

1. Name	2. Title	3. Percent of time devoted to business	4. Compensation attributable to unrelated business
(1)		%	
(2)		%	
(3)		%	
(4)		%	
Total. Enter here and on page 1, Part II, line 14			0.

FORM 990-T INCOME (LOSS) FROM PARTNERSHIPS AND S CORPORATIONS STATEMENT 1

DESCRIPTION	AMOUNT
THE RICHMOND FUND, LP	-1,298,119.
TOTAL TO FORM 990-T, PAGE 1, LINE 5	-1,298,119.

FORM 990-T NET OPERATING LOSS DEDUCTION STATEMENT 2

TAX YEAR	LOSS SUSTAINED	LOSS PREVIOUSLY APPLIED	LOSS REMAINING	AVAILABLE THIS YEAR
12/31/16	2,450,470.	0.	2,450,470.	2,450,470.
NOL CARRYOVER AVAILABLE THIS YEAR			2,450,470.	2,450,470.

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE COMMUNITY FOUNDATION, INC.	Identifying number (see instructions) 23-7009135
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- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
THE RICHMOND FUND LP	26-1501561

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) RICHMOND FUND LTD.	4a Identifying number, if any 75-3266913
5 Address (including country) 190 ELGIN AVE GEORGE TOWN KY1-9005 CAYMAN ISLANDS	4b Reference ID number
6 Country code of country of incorporation or organization CJ	
7 Foreign law characterization (see instructions) CORPORATION	
8 Is the transferee foreign corporation a controlled foreign corporation? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **926** (Rev. 12-2017)

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash, Stock, and Securities

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			1,554,601.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? Yes No
 If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? Yes No

Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

- 11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? Yes No
- 12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.
- a** Transfer of property subject to section 367(a)(1) gain recognition Yes No
 - b** Depreciation recapture Yes No
 - c** Branch loss recapture Yes No
 - d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture \$ _____
 - e** Any other income recognition provision contained in the above-referenced regulations Yes No
- If the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the Supplemental Part III Information Required To Be Reported section below.

Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

- 13 a Did the transferor transfer property described in section 936(h)(3)(B) (not including section 1221(a)(3) property or a working interest in oil and gas property)? Yes No
- b If the answer to line 13a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ _____
- 14 a Did the transferor apply section 367(d) to a transfer of any property pursuant to Regulations section 1.367(a)-1(b)(5)? Yes No
- b If the answer to line 14a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ _____
- c If the answer to line 14a is "No," did the transferor transfer any property for which it could have applied section 367(d) pursuant to Regulations section 1.367(a)-1(b)(5) but did not? Yes No
- d If the answer to line 14c is "Yes," enter the total amount of gain recognized, if any, under section 367(a)(1) on the transfer of all such property on the income tax return for the year of the transfer ► \$ _____
- 15 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed twenty years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 15c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ► \$ _____
- 16 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 17 Enter the transferor's interest in the foreign transferee corporation before and after the transfer.
(a) Before 45.958 % (b) After 45.958 %
- 18 Type of nonrecognition transaction (see instructions) ► IRC SEC 351
- 19 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 20 Did this transfer result from a change in entity classification? Yes No
- 21 a Did a domestic corporation make a distribution of property covered by section 367(e)(2) (see instructions)? Yes No
If "Yes," complete lines 21b and 21c.
- b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ► \$ _____
- c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

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 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE COMMUNITY FOUNDATION, INC.	Identifying number (see instructions) 23-7009135
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
THE RICHMOND FUND LP	26-1501561

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) 1798 UK SMALL CAP BEST IDEAS FUND, LTD	4a Identifying number, if any
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5 Address (including country) P.O. BOX 309 GEORGE TOWN GRAND CAYMAN KY1-1104 CAYMAN ISLANDS	4b Reference ID number
--	------------------------

6 Country code of country of incorporation or organization
CJ

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **926** (Rev. 12-2017)

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash, Stock, and Securities

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	03/01/2017		992,167.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? Yes No
 If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? Yes No

Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

- 11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? Yes No
- 12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.
- a** Transfer of property subject to section 367(a)(1) gain recognition Yes No
 - b** Depreciation recapture Yes No
 - c** Branch loss recapture Yes No
 - d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture \$ _____
 - e** Any other income recognition provision contained in the above-referenced regulations Yes No
- If the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the Supplemental Part III Information Required To Be Reported section below.

Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

- 13 a Did the transferor transfer property described in section 936(h)(3)(B) (not including section 1221(a)(3) property or a working interest in oil and gas property)? Yes No
- b If the answer to line 13a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ _____
- 14 a Did the transferor apply section 367(d) to a transfer of any property pursuant to Regulations section 1.367(a)-1(b)(5)? Yes No
- b If the answer to line 14a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ _____
- c If the answer to line 14a is "No," did the transferor transfer any property for which it could have applied section 367(d) pursuant to Regulations section 1.367(a)-1(b)(5) but did not? Yes No
- d If the answer to line 14c is "Yes," enter the total amount of gain recognized, if any, under section 367(a)(1) on the transfer of all such property on the income tax return for the year of the transfer ► \$ _____
- 15 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed twenty years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 15c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ► \$ _____
- 16 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 17 Enter the transferor's interest in the foreign transferee corporation before and after the transfer.
(a) Before 9.458 % (b) After 17.882 %
- 18 Type of nonrecognition transaction (see instructions) ► IRC SEC 351
- 19 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 20 Did this transfer result from a change in entity classification? Yes No
- 21 a Did a domestic corporation make a distribution of property covered by section 367(e)(2) (see instructions)? Yes No
If "Yes," complete lines 21b and 21c.
- b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ► \$ _____
- c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

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 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE COMMUNITY FOUNDATION, INC.	Identifying number (see instructions) 23-7009135
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
THE RICHMOND FUND LP	26-1501561

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

Name of transferee (foreign corporation) CLOCKTOWER STRATEGIC FUND PARTNERS LP	4a Identifying number, if any 98-1344602
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5 Address (including country) 89 NEXUS WAY, CAMANA BAY GRAND CAYMAN KY1-1205 CAYMAN ISLANDS	4b Reference ID number
--	------------------------

6 Country code of country of incorporation or organization
CJ

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **926** (Rev. 12-2017)

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash, Stock, and Securities

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			910,602.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? Yes No
 If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? Yes No

Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

- 11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? Yes No
- 12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.
- a** Transfer of property subject to section 367(a)(1) gain recognition Yes No
 - b** Depreciation recapture Yes No
 - c** Branch loss recapture Yes No
 - d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture \$ _____
 - e** Any other income recognition provision contained in the above-referenced regulations Yes No
- If the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the Supplemental Part III Information Required To Be Reported section below.

Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

- 13 a Did the transferor transfer property described in section 936(h)(3)(B) (not including section 1221(a)(3) property or a working interest in oil and gas property)? Yes No
- b If the answer to line 13a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ▶ \$ _____
- 14 a Did the transferor apply section 367(d) to a transfer of any property pursuant to Regulations section 1.367(a)-1(b)(5)? Yes No
- b If the answer to line 14a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ▶ \$ _____
- c If the answer to line 14a is "No," did the transferor transfer any property for which it could have applied section 367(d) pursuant to Regulations section 1.367(a)-1(b)(5) but did not? Yes No
- d If the answer to line 14c is "Yes," enter the total amount of gain recognized, if any, under section 367(a)(1) on the transfer of all such property on the income tax return for the year of the transfer ▶ \$ _____
- 15 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed twenty years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 15c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ▶ \$ _____
- 16 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 17 Enter the transferor's interest in the foreign transferee corporation before and after the transfer.
(a) Before 0.000 % (b) After 11.490 %
- 18 Type of nonrecognition transaction (see instructions) ▶ IRC SEC 351
- 19 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 20 Did this transfer result from a change in entity classification? Yes No
- 21 a Did a domestic corporation make a distribution of property covered by section 367(e)(2) (see instructions)? Yes No
If "Yes," complete lines 21b and 21c.
- b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ▶ \$ _____
- c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

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 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE COMMUNITY FOUNDATION, INC.	Identifying number (see instructions) 23-7009135
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
THE RICHMOND FUND LP	26-1501561

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

<p>3 Name of transferee (foreign corporation) DW CMBS OFFSHORE FUND I, LTD</p> <p>5 Address (including country) P.O. BOX 309 UGLAND HOUSE GEORGE TOWN GRAND CAYMAN KY1-1104 CAYMAN ISLANDS</p> <p>6 Country code of country of incorporation or organization CJ</p> <p>7 Foreign law characterization (see instructions) CORPORATION</p>	<p>4a Identifying number, if any 98-1338666</p> <p>4b Reference ID number</p>
<p>8 Is the transferee foreign corporation a controlled foreign corporation? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **926** (Rev. 12-2017)

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash, Stock, and Securities

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			7,596,320.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? Yes No
 If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? Yes No

Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

- 11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? Yes No
- 12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.
- a** Transfer of property subject to section 367(a)(1) gain recognition Yes No
 - b** Depreciation recapture Yes No
 - c** Branch loss recapture Yes No
 - d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture \$ _____
 - e** Any other income recognition provision contained in the above-referenced regulations Yes No
- If the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the Supplemental Part III Information Required To Be Reported section below.

Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE COMMUNITY FOUNDATION, INC.	Identifying number (see instructions) 23-7009135
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
THE RICHMOND FUND LP	26-1501561

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) GENERAL EQUITY PARTNERS OFFSHORE LTD	4a Identifying number, if any 98-1343344
---	--

5 Address (including country) P.O. BOX 309, UGLAND HOUSE, S. CHURCH ST GEORGE TOWN GRAND CAYMAN KY1-1104 CAYMAN ISLANDS	4b Reference ID number
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6 Country code of country of incorporation or organization
CJ

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **926** (Rev. 12-2017)

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash, Stock, and Securities

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			4,021,581.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? Yes No
 If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? Yes No

Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

- 11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? Yes No
- 12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.
- a** Transfer of property subject to section 367(a)(1) gain recognition Yes No
 - b** Depreciation recapture Yes No
 - c** Branch loss recapture Yes No
 - d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture \$ _____
 - e** Any other income recognition provision contained in the above-referenced regulations Yes No
- If the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the Supplemental Part III Information Required To Be Reported section below.

Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

- 13 a Did the transferor transfer property described in section 936(h)(3)(B) (not including section 1221(a)(3) property or a working interest in oil and gas property)? Yes No
- b If the answer to line 13a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ _____
- 14 a Did the transferor apply section 367(d) to a transfer of any property pursuant to Regulations section 1.367(a)-1(b)(5)? Yes No
- b If the answer to line 14a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ _____
- c If the answer to line 14a is "No," did the transferor transfer any property for which it could have applied section 367(d) pursuant to Regulations section 1.367(a)-1(b)(5) but did not? Yes No
- d If the answer to line 14c is "Yes," enter the total amount of gain recognized, if any, under section 367(a)(1) on the transfer of all such property on the income tax return for the year of the transfer ► \$ _____
- 15 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed twenty years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 15c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ► \$ _____
- 16 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 17 Enter the transferor's interest in the foreign transferee corporation before and after the transfer.
(a) Before 0.000 % (b) After 24.358 %
- 18 Type of nonrecognition transaction (see instructions) ► IRC SEC 351
- 19 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 20 Did this transfer result from a change in entity classification? Yes No
- 21 a Did a domestic corporation make a distribution of property covered by section 367(e)(2) (see instructions)? Yes No
If "Yes," complete lines 21b and 21c.
- b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ► \$ _____
- c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE COMMUNITY FOUNDATION, INC.	Identifying number (see instructions) 23-7009135
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
THE RICHMOND FUND LP	26-1501561

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

<p>3 Name of transferee (foreign corporation) GRUSS GLOBAL INVESTORS (ENHANCED) LTD</p> <p>5 Address (including country) 89 NEXUS WAY, CAMANA BAY, P.O. BOX 31106 GRAND CAYMAN KY1-1205 CAYMAN ISLANDS</p> <p>6 Country code of country of incorporation or organization CJ</p> <p>7 Foreign law characterization (see instructions) CORPORATION</p>	<p>4a Identifying number, if any</p> <p>4b Reference ID number</p>
<p>8 Is the transferee foreign corporation a controlled foreign corporation? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **926** (Rev. 12-2017)

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash, Stock, and Securities

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			373,981.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? Yes No
 If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? Yes No

Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

- 11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? Yes No
- 12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.
- a** Transfer of property subject to section 367(a)(1) gain recognition Yes No
 - b** Depreciation recapture Yes No
 - c** Branch loss recapture Yes No
 - d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture ► \$ _____
 - e** Any other income recognition provision contained in the above-referenced regulations Yes No
- If the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the *Supplemental Part III Information Required To Be Reported* section below.

Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE COMMUNITY FOUNDATION, INC.	Identifying number (see instructions) 23-7009135
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
THE RICHMOND FUND LP	26-1501561

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

Name of transferee (foreign corporation) INVICTUS OPPORTUNITY OFFSHORE FEEDER FUND LTC	4a Identifying number, if any 47-2145807
--	--

5 Address (including country) P.O. BOX 309 UGLAND HOUSE GRAND CAYMAN KY1-1101 CAYMAN ISLANDS	4b Reference ID number
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6 Country code of country of incorporation or organization
CJ

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **926** (Rev. 12-2017)

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash, Stock, and Securities

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			1,818,650.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? Yes No
 If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? Yes No

Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

- 11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? Yes No
- 12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.
- a** Transfer of property subject to section 367(a)(1) gain recognition Yes No
 - b** Depreciation recapture Yes No
 - c** Branch loss recapture Yes No
 - d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture \$ _____
 - e** Any other income recognition provision contained in the above-referenced regulations Yes No
- If the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the Supplemental Part III Information Required To Be Reported section below.

Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE COMMUNITY FOUNDATION, INC.	Identifying number (see instructions) 23-7009135
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
THE RICHMOND FUND LP	26-1501561

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

Name of transferee (foreign corporation) KEY SQUARE INTERNATIONAL FUND LTD.	4a Identifying number, if any
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Address (including country) 650 MADISON AVE., 18TH FLOOR NEW YORK, NY 10022	4b Reference ID number
---	------------------------

6 Country code of country of incorporation or organization
CJ

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **926** (Rev. 12-2017)

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash, Stock, and Securities

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	09/30/2016		4,468,424.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? Yes No
 If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? Yes No

Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

- 11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? Yes No
- 12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.
- a** Transfer of property subject to section 367(a)(1) gain recognition Yes No
 - b** Depreciation recapture Yes No
 - c** Branch loss recapture Yes No
 - d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture \$ _____
 - e** Any other income recognition provision contained in the above-referenced regulations Yes No
- If the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the *Supplemental Part III Information Required To Be Reported* section below.

Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE COMMUNITY FOUNDATION, INC.	Identifying number (see instructions) 23-7009135
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
THE RICHMOND FUND LP	26-1501561

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

Name of transferee (foreign corporation) MGG SF EVERGREEN FUND (CAYMAN) LP	4a Identifying number, if any 98-1284133
--	--

Address (including country) P.O. BOX 309 UGLAND HOUSE GRAND CAYMAN KY1-1104 CAYMAN ISLANDS	4b Reference ID number
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6 Country code of country of incorporation or organization
CJ

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **926** (Rev. 12-2017)

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash, Stock, and Securities

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			1,146,542.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? Yes No
 If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? Yes No

Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

- 11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? Yes No
- 12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.
- a** Transfer of property subject to section 367(a)(1) gain recognition Yes No
 - b** Depreciation recapture Yes No
 - c** Branch loss recapture Yes No
 - d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture ► \$ _____
 - e** Any other income recognition provision contained in the above-referenced regulations Yes No
- If the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the *Supplemental Part III Information Required To Be Reported* section below.

Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE COMMUNITY FOUNDATION, INC.	Identifying number (see instructions) 23-7009135
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
THE RICHMOND FUND LP	26-1501561

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) HCIF OFFSHORE LP	4a Identifying number, if any
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5 Address (including country) 667 MADISON AVE. NEW YORK, NY 10065	4b Reference ID number
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6 Country code of country of incorporation or organization
CJ

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **926** (Rev. 12-2017)

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash, Stock, and Securities

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	09/29/2016		2,681,054.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? Yes No
 If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? Yes No

Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

- 11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? Yes No
- 12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.
- a** Transfer of property subject to section 367(a)(1) gain recognition Yes No
 - b** Depreciation recapture Yes No
 - c** Branch loss recapture Yes No
 - d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture \$ _____
 - e** Any other income recognition provision contained in the above-referenced regulations Yes No
- If the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the *Supplemental Part III Information Required To Be Reported* section below.

Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE COMMUNITY FOUNDATION, INC.	Identifying number (see instructions) 23-7009135
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
THE RICHMOND FUND LP	26-1501561

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) BLUE COLIBRI CAPITAL PARTNERS FUND II, LP	4a Identifying number, if any
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5 Address (including country) 5 RUE GUILLAUME KROLL, L1882 LUXEMBOURG	4b Reference ID number
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6 Country code of country of incorporation or organization
LU

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **926** (Rev. 12-2017)

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash, Stock, and Securities

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			720,106.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? Yes No
 If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? Yes No

Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

- 11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? Yes No
- 12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.
- a** Transfer of property subject to section 367(a)(1) gain recognition Yes No
 - b** Depreciation recapture Yes No
 - c** Branch loss recapture Yes No
 - d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture \$ _____
 - e** Any other income recognition provision contained in the above-referenced regulations Yes No
- If the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the *Supplemental Part III Information Required To Be Reported* section below.

Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

- 13 a Did the transferor transfer property described in section 936(h)(3)(B) (not including section 1221(a)(3) property or a working interest in oil and gas property)? Yes No
- b If the answer to line 13a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ _____
- 14 a Did the transferor apply section 367(d) to a transfer of any property pursuant to Regulations section 1.367(a)-1(b)(5)? Yes No
- b If the answer to line 14a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ _____
- c If the answer to line 14a is "No," did the transferor transfer any property for which it could have applied section 367(d) pursuant to Regulations section 1.367(a)-1(b)(5) but did not? Yes No
- d If the answer to line 14c is "Yes," enter the total amount of gain recognized, if any, under section 367(a)(1) on the transfer of all such property on the income tax return for the year of the transfer ► \$ _____
- 15 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed twenty years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 15c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ► \$ _____
- 16 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 17 Enter the transferor's interest in the foreign transferee corporation before and after the transfer.
(a) Before 4.182 % (b) After 4.173 %
- 18 Type of nonrecognition transaction (see instructions) ► IRC SEC 351
- 19 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 20 Did this transfer result from a change in entity classification? Yes No
- 21 a Did a domestic corporation make a distribution of property covered by section 367(e)(2) (see instructions)? Yes No
If "Yes," complete lines 21b and 21c.
- b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ► \$ _____
- c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE COMMUNITY FOUNDATION, INC.	Identifying number (see instructions) 23-7009135
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
THE RICHMOND FUND LP	26-1501561

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) CSL ENERGY OPPORTUNITIES OFFSHORE FUND II LP	4a Identifying number, if any 98-1209225
---	--

5 Address (including country) 89 NEXUS WAY, CAMANA BAY GRAND CAYMAN KY1-9007 CAYMAN ISLANDS	4b Reference ID number
--	------------------------

6 Country code of country of incorporation or organization
CJ

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **926** (Rev. 12-2017)

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash, Stock, and Securities

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			621,440.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? Yes No
 If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? Yes No

Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

- 11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? Yes No
- 12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.
- a** Transfer of property subject to section 367(a)(1) gain recognition Yes No
 - b** Depreciation recapture Yes No
 - c** Branch loss recapture Yes No
 - d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture \$ _____
 - e** Any other income recognition provision contained in the above-referenced regulations Yes No
- If the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the Supplemental Part III Information Required To Be Reported section below.

Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE COMMUNITY FOUNDATION, INC.	Identifying number (see instructions) 23-7009135
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
- If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
- If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
THE RICHMOND FUND LP	26-1501561

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

Name of transferee (foreign corporation) ELLIOTT INTERNATIONAL	4a Identifying number, if any
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Address (including country) P.O. BOX 940 GT, CAYMAN CORP CENTER GRAND CAYMAN KY1-1102 CAYMAN ISLANDS	4b Reference ID number
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6 Country code of country of incorporation or organization
CJ

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **926** (Rev. 12-2017)

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash, Stock, and Securities

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	09/26/2016		431,024.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? Yes No
 If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? Yes No

Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

- 11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? Yes No
- 12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.
- a** Transfer of property subject to section 367(a)(1) gain recognition Yes No
 - b** Depreciation recapture Yes No
 - c** Branch loss recapture Yes No
 - d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture ► \$ _____
 - e** Any other income recognition provision contained in the above-referenced regulations Yes No
- If the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the *Supplemental Part III Information Required To Be Reported* section below.

Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE COMMUNITY FOUNDATION, INC.	Identifying number (see instructions) 23-7009135
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
THE RICHMOND FUND LP	26-1501561

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) HILLHOUSE FUND II FEEDER	4a Identifying number, if any 98-1182026
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5 Address (including country) WALKERS CORP, 27 HOSPITAL RD., GEORGE TOWN GRAND CAYMAN KY1-9008 CAYMAN ISLANDS	4b Reference ID number
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6 Country code of country of incorporation or organization
CJ

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **926** (Rev. 12-2017)

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash, Stock, and Securities

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			112,818.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? Yes No
 If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? Yes No

Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

- 11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? Yes No
- 12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.
- a** Transfer of property subject to section 367(a)(1) gain recognition Yes No
 - b** Depreciation recapture Yes No
 - c** Branch loss recapture Yes No
 - d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture \$ _____
 - e** Any other income recognition provision contained in the above-referenced regulations Yes No
- If the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the Supplemental Part III Information Required To Be Reported section below.

Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

- 13 a Did the transferor transfer property described in section 936(h)(3)(B) (not including section 1221(a)(3) property or a working interest in oil and gas property)? Yes No
- b If the answer to line 13a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ _____
- 14 a Did the transferor apply section 367(d) to a transfer of any property pursuant to Regulations section 1.367(a)-1(b)(5)? Yes No
- b If the answer to line 14a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ _____
- c If the answer to line 14a is "No," did the transferor transfer any property for which it could have applied section 367(d) pursuant to Regulations section 1.367(a)-1(b)(5) but did not? Yes No
- d If the answer to line 14c is "Yes," enter the total amount of gain recognized, if any, under section 367(a)(1) on the transfer of all such property on the income tax return for the year of the transfer ► \$ _____
- 15 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed twenty years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 15c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ► \$ _____
- 16 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 17 Enter the transferor's interest in the foreign transferee corporation before and after the transfer.
(a) Before 0.335 % (b) After 0.334 %
- 18 Type of nonrecognition transaction (see instructions) ► IRC SEC 351
- 19 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 20 Did this transfer result from a change in entity classification? Yes No
- 21 a Did a domestic corporation make a distribution of property covered by section 367(e)(2) (see instructions)? Yes No
If "Yes," complete lines 21b and 21c.
- b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ► \$ _____
- c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE COMMUNITY FOUNDATION, INC.	Identifying number (see instructions) 23-7009135
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
THE RICHMOND FUND LP	26-1501561

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) HILLHOUSE FUND III FEEDER	4a Identifying number, if any
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5 Address (including country) WALKERS CORP, 27 HOSPITAL RD., GEORGE TOWN GRAND CAYMAN KY1-9008 CAYMAN ISLANDS	4b Reference ID number
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6 Country code of country of incorporation or organization
CJ

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **926** (Rev. 12-2017)

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash, Stock, and Securities

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			254,067.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? Yes No
 If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? Yes No

Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

- 11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? Yes No
- 12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.
- a** Transfer of property subject to section 367(a)(1) gain recognition Yes No
 - b** Depreciation recapture Yes No
 - c** Branch loss recapture Yes No
 - d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture \$ _____
 - e** Any other income recognition provision contained in the above-referenced regulations Yes No
- If the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the Supplemental Part III Information Required To Be Reported section below.

Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE COMMUNITY FOUNDATION, INC.	Identifying number (see instructions) 23-7009135
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
THE RICHMOND FUND LP	26-1501561

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) PARI WASHINGTON INDIA FUND LTD	4a Identifying number, if any
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5 Address (including country) C/O CIM FUND SERV. LTD. 33 EDITH CAVELL ST. PORT LOUIS MAURITIUS	4b Reference ID number
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6 Country code of country of incorporation or organization
MP

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **926** (Rev. 12-2017)

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash, Stock, and Securities

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			670,264.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? Yes No
 If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? Yes No

Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

- 11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? Yes No
- 12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.
- a** Transfer of property subject to section 367(a)(1) gain recognition Yes No
 - b** Depreciation recapture Yes No
 - c** Branch loss recapture Yes No
 - d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture \$ _____
 - e** Any other income recognition provision contained in the above-referenced regulations Yes No
- If the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the *Supplemental Part III Information Required To Be Reported* section below.

Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE COMMUNITY FOUNDATION, INC.	Identifying number (see instructions) 23-7009135
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
THE RICHMOND FUND LP	26-1501561

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) PARVUS EUROPEAN ABSOLUTE OPPORTUNITIES FUND	4a Identifying number, if any
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5 Address (including country) P.O. BOX 309 UGLAND HOUSE S. CHURCH ST. GEORGE TOWN GRAND CAYMAN KY1-1104 CAYMAN ISLANDS	4b Reference ID number
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6 Country code of country of incorporation or organization
CJ

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **926** (Rev. 12-2017)

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash, Stock, and Securities

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			241,295.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? Yes No
 If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? Yes No

Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

- 11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? Yes No
- 12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.
- a** Transfer of property subject to section 367(a)(1) gain recognition Yes No
 - b** Depreciation recapture Yes No
 - c** Branch loss recapture Yes No
 - d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture ► \$ _____
 - e** Any other income recognition provision contained in the above-referenced regulations Yes No
- If the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the *Supplemental Part III Information Required To Be Reported* section below.

Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE COMMUNITY FOUNDATION, INC.	Identifying number (see instructions) 23-7009135
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
THE RICHMOND FUND LP	26-1501561

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) PARVUS EUROPEAN OPPTS FUND	4a Identifying number, if any
---	-------------------------------

5 Address (including country) P.O. BOX 309 UGLAND HOUSE, S. CHURCH ST, GEORGE TOWN GRAND CAYMAN KY1-1104 CAYMAN ISLANDS	4b Reference ID number
--	------------------------

6 Country code of country of incorporation or organization
CJ

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **926** (Rev. 12-2017)

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash, Stock, and Securities

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash	11/30/2016		6,255,793.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? Yes No
 If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? Yes No

Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

- 11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? Yes No
- 12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.
- a** Transfer of property subject to section 367(a)(1) gain recognition Yes No
 - b** Depreciation recapture Yes No
 - c** Branch loss recapture Yes No
 - d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture \$ _____
 - e** Any other income recognition provision contained in the above-referenced regulations Yes No
- If the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the Supplemental Part III Information Required To Be Reported section below.

Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE COMMUNITY FOUNDATION, INC.	Identifying number (see instructions) 23-7009135
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
THE RICHMOND FUND LP	26-1501561

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

3 Name of transferee (foreign corporation) PERSHING SQUARE INTERNATIONAL LTD.	4a Identifying number, if any
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5 Address (including country) GRAND CAYMAN KY1-1111 CAYMAN ISLANDS	4b Reference ID number
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6 Country code of country of incorporation or organization
CJ

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **926** (Rev. 12-2017)

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash, Stock, and Securities

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			233,786.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? Yes No
If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? Yes No

Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

- 11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? Yes No
- 12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.
- a** Transfer of property subject to section 367(a)(1) gain recognition Yes No
 - b** Depreciation recapture Yes No
 - c** Branch loss recapture Yes No
 - d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture \$ _____
 - e** Any other income recognition provision contained in the above-referenced regulations Yes No
- If the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the Supplemental Part III Information Required To Be Reported section below.

Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE COMMUNITY FOUNDATION, INC.	Identifying number (see instructions) 23-7009135
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
THE RICHMOND FUND LP	26-1501561

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

Name of transferee (foreign corporation) DYAL CAYMAN OFFSHORE III LP	4a Identifying number, if any
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Address (including country) 1290 AVE OF THE AMERICAS, 26TH FLOOR NEW YORK, NY 10104	4b Reference ID number
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6 Country code of country of incorporation or organization
CJ

7 Foreign law characterization (see instructions)
EXEMPTED LIMITED PARTNERSHIP

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **926** (Rev. 12-2017)

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash, Stock, and Securities

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			345,157.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? Yes No
 If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? Yes No

Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

- 11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? Yes No
- 12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.
- a** Transfer of property subject to section 367(a)(1) gain recognition Yes No
 - b** Depreciation recapture Yes No
 - c** Branch loss recapture Yes No
 - d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture \$ _____
 - e** Any other income recognition provision contained in the above-referenced regulations Yes No
- If the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the Supplemental Part III Information Required To Be Reported section below.

Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

- 13 a Did the transferor transfer property described in section 936(h)(3)(B) (not including section 1221(a)(3) property or a working interest in oil and gas property)? Yes No
- b If the answer to line 13a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ _____
- 14 a Did the transferor apply section 367(d) to a transfer of any property pursuant to Regulations section 1.367(a)-1(b)(5)? Yes No
- b If the answer to line 14a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ _____
- c If the answer to line 14a is "No," did the transferor transfer any property for which it could have applied section 367(d) pursuant to Regulations section 1.367(a)-1(b)(5) but did not? Yes No
- d If the answer to line 14c is "Yes," enter the total amount of gain recognized, if any, under section 367(a)(1) on the transfer of all such property on the income tax return for the year of the transfer ► \$ _____
- 15 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed twenty years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 15c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ► \$ _____
- 16 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 17 Enter the transferor's interest in the foreign transferee corporation before and after the transfer.
(a) Before 0.000 % (b) After 0.399 %
- 18 Type of nonrecognition transaction (see instructions) ► IRC SEC 351
- 19 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 20 Did this transfer result from a change in entity classification? Yes No
- 21 a Did a domestic corporation make a distribution of property covered by section 367(e)(2) (see instructions)? Yes No
If "Yes," complete lines 21b and 21c.
- b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ► \$ _____
- c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No

**Return by a U.S. Transferor of Property
 to a Foreign Corporation**

OMB No. 1545-0026

▶ Go to www.irs.gov/Form926 for instructions and the latest information.
 ▶ Attach to your income tax return for the year of the transfer or distribution.

Attachment
 Sequence No. **128**

Part I U.S. Transferor Information (see instructions)

Name of transferor THE COMMUNITY FOUNDATION, INC.	Identifying number (see instructions) 23-7009135
---	--

- 1** If the transferor was a corporation, complete questions 1a through 1d.
- a** If the transfer was a section 361(a) or (b) transfer, was the transferor controlled (under section 368(c)) by 5 or fewer domestic corporations? Yes No
- b** Did the transferor remain in existence after the transfer? Yes No
 If not, list the controlling shareholder(s) and their identifying number(s).

Controlling shareholder	Identifying number

- c** If the transferor was a member of an affiliated group filing a consolidated return, was it the parent corporation? Yes No
 If not, list the name and employer identification number (EIN) of the parent corporation.

Name of parent corporation	EIN of parent corporation

- d** Have basis adjustments under section 367(a)(5) been made? Yes No

- 2** If the transferor was a partner in a partnership that was the actual transferor (but is not treated as such under section 367), complete questions 2a through 2d.

- a** List the name and EIN of the transferor's partnership.

Name of partnership	EIN of partnership
THE RICHMOND FUND LP	26-1501561

- b** Did the partner pick up its pro rata share of gain on the transfer of partnership assets? Yes No
- c** Is the partner disposing of its **entire** interest in the partnership? Yes No
- d** Is the partner disposing of an interest in a limited partnership that is regularly traded on an established securities market? Yes No

Part II Transferee Foreign Corporation Information (see instructions)

Name of transferee (foreign corporation) FUSILLI TOPCO SARL	4a Identifying number, if any
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5 Address (including country) 2C; RUE ALBERT BORSCHETTE BLDG K2-D1. L -1246 LUXEMBOURG	4b Reference ID number
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6 Country code of country of incorporation or organization
LU

7 Foreign law characterization (see instructions)
CORPORATION

- 8** Is the transferee foreign corporation a controlled foreign corporation? Yes No

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form **926** (Rev. 12-2017)

Part III Information Regarding Transfer of Property (see instructions)

Section A - Cash, Stock, and Securities

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer
Cash			105,717.		
Stock and securities (other than those that qualify as eligible property under Regs. sec. 1.367(a)-2(b)(3))					

9 Was cash the only property transferred? Yes No
 If "Yes," skip the remainder of Part III and go to Part IV.

10 Did the transferor transfer stock or securities subject to section 367(a) with respect to which a gain recognition agreement was filed? Yes No

Section B - Property qualifying for Active Trade or Business exception under Regs. sec. 1.367(a)-2(a)(2)(i) and (ii)

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Tangible property (not listed under another category)					
Working interest in oil and gas property (as described in Regs. sec. 1.367(a)-2(b)(2) and (f))					
Financial asset (as described in Regs. sec. 1.367(a)-2(b)(3))					
Certain tangible property to be leased (see Regs. sec. 1.367(a)-2(e))					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

Section C - Property not qualifying for Active Trade or Business exception (other than intangible property subject to section 367(d))

Type of property	(a) Date of transfer	(b) Description of property	(c) Fair market value on date of transfer	(d) Cost or other basis	(e) Gain recognized on transfer*
Inventory					
Installment obligations, etc. (as described in Regs. sec. 1.367(a)-2(c)(2))					
Nonfunctional currency, etc. (as described in Regs. sec. 1.367(a)-2(c)(3))					
Certain leased tangible property (as described in Regs. sec. 1.367(a)-2(c)(4))					
Certain property to be retransferred (see Regs. sec. 1.367(a)-2(g))					
Property described in Regs. sec. 1.6038B-1(c)(4)(iv)					
Property described in Regs. sec. 1.6038B-1(c)(4)(vii)					
Totals					

* If property listed in this section is subject to depreciation recapture or branch loss recapture, see instructions.

- 11** Did the transferor transfer assets that qualify for the trade or business exception under section 367(a)(3)? Yes No
- 12** Indicate whether the transferor was required to recognize income under final and Temporary Regulations sections 1.367(a)-2 through 1.367(a)-7 for any of the following.
- a** Transfer of property subject to section 367(a)(1) gain recognition Yes No
 - b** Depreciation recapture Yes No
 - c** Branch loss recapture Yes No
 - d** If the answer to 12c is "Yes," enter the amount of foreign branch loss recapture \$ _____
 - e** Any other income recognition provision contained in the above-referenced regulations Yes No
- If the answer to line 12a, 12b, 12c, or 12e is "Yes," see instructions for information that must be included in the Supplemental Part III Information Required To Be Reported section below.

Section D - Intangible property under Regs. sec. 1.367(a)-1(d)(5)

Type of property	(a) Date of transfer	(b) Description of property	(c) Useful life	(d) Arm's length price on date of transfer	(e) Cost or other basis	(f) Income inclusion for year of transfer
Property described in sec. 936(h)(3)(B)						
Property subject to sec. 367(d) pursuant to Regs. sec. 1.367(a)-1(b)(5)						
Totals						

- 13 a Did the transferor transfer property described in section 936(h)(3)(B) (not including section 1221(a)(3) property or a working interest in oil and gas property)? Yes No
- b If the answer to line 13a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ _____
- 14 a Did the transferor apply section 367(d) to a transfer of any property pursuant to Regulations section 1.367(a)-1(b)(5)? Yes No
- b If the answer to line 14a is "Yes," enter the total amount included in income under section 367(d), if any, for the transfer of all such property on the income tax return for the year of the transfer ► \$ _____
- c If the answer to line 14a is "No," did the transferor transfer any property for which it could have applied section 367(d) pursuant to Regulations section 1.367(a)-1(b)(5) but did not? Yes No
- d If the answer to line 14c is "Yes," enter the total amount of gain recognized, if any, under section 367(a)(1) on the transfer of all such property on the income tax return for the year of the transfer ► \$ _____
- 15 a Did the transferor transfer any intangible property that, at the time of the transfer, had a useful life reasonably anticipated to exceed twenty years? Yes No
- b At the time of the transfer, did any of the transferred intangible property have an indefinite useful life? Yes No
- c Did the transferor choose to apply the 20-year inclusion period provided under Regulations section 1.367(d)-1(c)(3)(ii) for any intangible property? Yes No
- d If the answer to line 15c is "Yes," enter the total estimated anticipated income or cost reduction attributable to the intangible property's, or properties', as applicable, use(s) beyond the 20-year period described in Regulations section 1.367(d)-1(c)(3)(ii) ► \$ _____
- 16 Was any intangible property transferred considered or anticipated to be, at the time of the transfer or at any time thereafter, a platform contribution as defined in Regulations section 1.482-7(c)(1)? Yes No

Supplemental Part III Information Required To Be Reported (see instructions)

Part IV Additional Information Regarding Transfer of Property (see instructions)

- 17 Enter the transferor's interest in the foreign transferee corporation before and after the transfer.
(a) Before 0.155 % (b) After 0.155 %
- 18 Type of nonrecognition transaction (see instructions) ► IRC SECTION 351
- 19 Indicate whether any transfer reported in Part III is subject to any of the following.
 - a Gain recognition under section 904(f)(3) Yes No
 - b Gain recognition under section 904(f)(5)(F) Yes No
 - c Recapture under section 1503(d) Yes No
 - d Exchange gain under section 987 Yes No
- 20 Did this transfer result from a change in entity classification? Yes No
- 21 a Did a domestic corporation make a distribution of property covered by section 367(e)(2) (see instructions)? Yes No
If "Yes," complete lines 21b and 21c.
- b Enter the total amount of gain or loss recognized pursuant to Regulations section 1.367(e)-2(b) ► \$ _____
- c Did the domestic corporation not recognize gain or loss on the distribution of property because the property was used in the conduct of U.S. trade or business under Regulations section 1.367(e)-2(b)(2)? Yes No

Application for Automatic Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ **File a separate application for each return.**

▶ **Information about Form 8868 and its instructions is at www.irs.gov/form8868 .**

Electronic filing (e-file). You can electronically file Form 8868 to request a 6-month automatic extension of time to file any of the forms listed below with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, for which an extension request must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile, click on Charities & Non-Profits, and click on e-file for Charities and Non-Profits.

Automatic 6-Month Extension of Time. Only submit original (no copies needed).

All corporations required to file an income tax return other than Form 990-T (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

	Enter filer's identifying number	
Type or print	Name of exempt organization or other filer, see instructions. THE COMMUNITY FOUNDATION, INC.	Employer identification number (EIN) or 23-7009135
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 3409 W MOORE STREET	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. RICHMOND, VA 23230-4443	

Enter the Return Code for the return that this application is for (file a separate application for each return) 0 7

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

SHERRIE B. ARMSTRONG, PRESIDENT & CEO

• The books are in the care of ▶ **3409 W MOORE STREET - RICHMOND, VA 23230-4443**
Telephone No. ▶ **(804) 330-7400** Fax No. ▶ _____

• If the organization does not have an office or place of business in the United States, check this box

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 6-month extension of time until **NOVEMBER 15, 2018**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ calendar year **2017** or
▶ tax year beginning _____, and ending _____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	146,870.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution: If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

2017 TAX RETURN FILING INSTRUCTIONS

VIRGINIA FORM 500

FOR THE YEAR ENDING
DECEMBER 31, 2017

Prepared for	THE COMMUNITY FOUNDATION, INC. 3409 W MOORE STREET RICHMOND, VA 23230-4443
Prepared by	KEITER, STEPHENS, HURST, GARY & SHREAVES, PC 4401 DOMINION BLVD GLEN ALLEN, VA 23060
To be signed and dated by	NOT APPLICABLE
Amount of tax	Total tax \$ 0.00 Less: payments and credits \$ 35,036.00 Plus: other amount \$ 0.00 Plus: interest and penalties \$ 0.00 OVERPAYMENT \$ 35,036.00
Overpayment	Credited to your estimated tax \$ 35,036.00 Other amount \$ 0.00 Refunded to you \$ 0.00
Make check payable to	NOT APPLICABLE
Mail tax return and check (if applicable) to	THIS RETURN HAS BEEN PREPARED FOR ELECTRONIC FILING. IF YOU WISH TO HAVE IT TRANSMITTED ELECTRONICALLY TO THE VADOT, PLEASE SIGN, DATE AND RETURN VA-8879C TO OUR OFFICE. WE WILL THEN SUBMIT THE ELECTRONIC RETURN TO THE VADOT. DO NOT MAIL THE PAPER COPY OF THE RETURN TO THE VADOT.
Return must be mailed on or before	NOT APPLICABLE
Special Instructions	

**2017 Virginia Corporation
 Income Tax Return**



FISCAL or Attention: Return must be filed electronically. Use this form only if you have an approved waiver.
 SHORT Year Filer: Beginning Date _____; Ending Date _____
 Short Year Return Change in Accounting Period

Official Use Only

By checking the box to the right, I (we) authorize the Department to discuss this return with the undersigned preparer. →

FEIN 23-7009135		Check all that apply:	
Name THE COMMUNITY FOUNDATION, INC.		<input type="checkbox"/> Initial Filer	<input type="checkbox"/> Name Change
Mailing Address 3409 W MOORE STREET		<input type="checkbox"/> Mailing Address Change	<input checked="" type="checkbox"/> Physical Address Change
City or Town RICHMOND		State VA	ZIP Code 23230-4443
Physical Address (if different from Mailing Address)		Entity Type Code NP	
Physical City or Town		State	ZIP Code
			NAICS 525990
Date Incorporated	State or Country of Incorporation VIRGINIA	Description of Business Activity INCOME FROM PASS-THRU	

<p>Check Applicable Boxes</p> <input type="checkbox"/> Consolidated - Sch. 500AC Enclosed <input type="checkbox"/> Combined - Sch. 500AC Enclosed <input type="checkbox"/> Change in Filing Status <input type="checkbox"/> Multistate Sch. 500A Enclosed <input type="checkbox"/> Schedule 500AB Enclosed <input checked="" type="checkbox"/> Nonprofit Corporation	<p>Final Return</p> <input type="checkbox"/> Final Return - Check here and applicable boxes below. <input type="checkbox"/> Withdrawn <input type="checkbox"/> Dissolved - No longer liable for tax. Dissolved Date _____ <input type="checkbox"/> Merged Merger Date _____ Merged FEIN # _____ <input type="checkbox"/> S Corp Effective _____	<p>Corporate Telecommunications Company</p> Enter amount from Form 500T, Line 7: _____ .00
Enter number of affiliates _____		<p>Noncorporate Telecommunications Company</p> Check box and enter amount from Form 500T, Line 10: <input type="checkbox"/> _____ .00
		<p>Electric Supplier Company</p> Enter amount from Sch. 500EL, Line 7 or 14: _____ .00

<p>Amended Return</p> Complete Form 500 and Schedule 500ADJ. Enclose an explanation of changes to income and modifications. DO NOT FILE THIS FORM TO CARRY BACK A NET OPERATING LOSS. File Form 500NOLD.	<input type="checkbox"/> Amended Return - Check here and other applicable boxes. <input type="checkbox"/> Federal Audit - Enclose copy of IRS final determination. <input type="checkbox"/> Schedule 500A Changes <input type="checkbox"/> Schedule 500ADJ Changes	<input type="checkbox"/> Nonrefundable or Refundable Credit Change <input type="checkbox"/> Schedule 500AB Changes <input type="checkbox"/> Capital Loss Carryback <input type="checkbox"/> Other - Enclose explanation.
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Questions and Related Information

A Have you made any payments to an affiliated corporation, a related individual, or other related entity for interest, royalties or other expenses related to intangible property (patents, trademarks, copyrights, and similar intangible property)? If yes, complete and enclose Schedule 500AB.
 Enter Exception amount from Schedule 500AB, Line 8 **A** _____**.00**

B RESERVED FOR FUTURE USE. **B** XXXXXXXXXXXXXXXXXXXXXXXXXX

C If a net operating loss deduction was claimed in computing federal taxable income on the U.S. Corporation Income Tax Return, provide the requested information. If a NOL resulted from a merger, enter the FEIN of the company generating the NOL prior to the merger date.
 FEIN _____
 (If there are NOLs for more than one year, enclose a schedule for each year with the information requested in Section C.)

D If Pass-Through Entity Withholding is claimed, enter the number of Schedules VK-1 and complete and enclose Schedule 500ADJ, Page 2. **D** _____

E Has your federal income tax liability been redetermined with the IRS and finalized for any prior year(s) that has not previously been reported to the Department? If yes, provide the year(s). Year **E** _____
 Year _____

F Location of corporation's books 3409 W MOORE STREET, RICHMOND, VA 23230 Year _____

Contact for corporation's books **SHERRIE B. ARMSTRONG, P** Contact phone number **(804) 330-7400**

**2017 Virginia
Form 500**

Page 2

FEIN 23-7009135



INCOME

1. Federal taxable income (from enclosed federal return)	1.	-1298119 .00
2. Total additions from Schedule 500ADJ, Section A, Line 7	2.	.00
3. Total (add Lines 1 and 2)	3.	-1298119 .00
4. Total subtractions from Schedule 500ADJ, Section B, Line 10	4.	.00
5. Balance (subtract Line 4 from Line 3)	5.	-1298119 .00
6. Savings and Loan Association's Bad Debt Deduction (see instructions)	6.	.00
7. Virginia taxable income (subtract Line 6 from Line 5)	7.	-1298119 .00

TAX COMPUTATION

8. **Multistate Corporation** - If business conducted within and without Virginia (Multistate Corporation), enclose Schedule 500A and complete Lines 8(a) through 8(d). If entire business conducted in Virginia, skip to Line 9.

(a) Income subject to Virginia tax from Schedule 500A, Section B, Line 3(j)	8(a)	.00
(b) Apportionment factor percentage from Schedule 500A, Section B, Line 1 or Line 2(g)	8(b)	%
(c) Nonapportionable investment function income from Schedule 500A, Section B, Line 3(c)	8(c)	.00
(d) Nonapportionable investment function loss from Schedule 500A, Section B, Line 3(e)	8(d)	.00
9. Income tax (6% of Line 7 or 6% of Line 8(a))	9.	0 .00

PAYMENTS AND CREDITS

10. Nonrefundable tax credits: Enter the amount from Schedule 500CR, Section 2, Part 1, Line 1B	10.	.00
11. Adjusted corporate tax (subtract Line 10 from Line 9)	11.	.00
12. 2017 estimated Virginia income tax payments including overpayment credit from 2016	12.	35036 .00
13. Extension payment	13.	.00
14. Refundable tax credits from Schedule 500CR, Section 4, Part 1, Line 1A	14.	.00
15. Pass-through entity total withholding from Schedule 500ADJ, Section D	15.	.00
16. Total payments and credits (add Lines 12 through 15)	16.	35036 .00

REFUND OR TAX DUE

17. Tax owed (if Line 11 is greater than Line 16, subtract Line 16 from Line 11)	17.	.00
18. Penalty (see instructions)	18.	.00
19. Interest (see instructions)	19.	.00
20. Additional charge from Form 500C, Line 17 (enclose Form 500C)	20.	.00
21. Total due (add Lines 17 through 20)	21.	.00
22. Overpayment (if Line 16 is greater than Line 11, subtract Line 11 from Line 16)	22.	35036 .00
23. Amount to be credited to 2018 estimated tax	23.	35036 .00
24. Amount to be refunded (subtract Line 23 from Line 22)	24.	.00

I, the undersigned president, vice-president, treasurer, assistant treasurer, chief accounting officer, or other officer duly authorized to act on behalf of the corporation for which this return is made, declare under the penalties provided by law that this return (including any accompanying schedules and statements) has been examined by me and is, to the best of my knowledge and belief, a true, correct, and complete return, made in good faith, for the taxable year stated, pursuant to the income tax laws of the Commonwealth of Virginia. If prepared by a person other than the taxpayer, this declaration is based on all information of which he or she has any knowledge.

Date	Signature of Officer	Title PRESIDENT AND CEO
Printed Name of Officer SHERRIE B. ARMSTRONG		Phone Number
Print Preparer's Name and Firm Name VIRGINIA R. BELCHER KEITER, STEPHENS, HURST, GARY & SHREAVES, PC		Preparer Phone Number (804)747-0000
Date	Individual or Firm, Signature of Preparer	Address of Preparer 4401 DOMINION BLVD GLEN ALLEN, VA 23060
Preparer's FEIN, PTIN, or SSN P00421964	Approved Vendor Code 1019	

IMPORTANT: INCLUDE A COPY OF YOUR FEDERAL RETURN WITH THIS RETURN

Schedule of Federal
Line Items



Enclose Schedule 500FED with your Virginia Corporation Income Tax Return, Form 500.
Schedule 500FED does not replace the requirement to enclose a complete federal Form 1120 with your Virginia return.

Name as shown on Virginia return THE COMMUNITY FOUNDATION, INC. FEIN 23-7009135

Form 1120 - Deductions and Taxable Income

1. Domestic Production Activities Deduction	1.	_____	.00
2. Federal Taxable Income before NOL and Special Deductions	2.	<u>-1298119</u>	.00
3. Net Operating Loss Deduction	3.	_____	.00
4. Special Deductions	4.	<u>1000</u>	.00
5. Federal Taxable Income after NOL and Special Deductions	5.	<u>-1298119</u>	.00

Form 1120, Schedule C - Dividends and Special Deductions

6. Subpart F Income	6.	_____	.00
7. Foreign Dividend Gross-Up	7.	_____	.00

Form 1120, Schedule K or M-3

8. Tax Exempt Interest	8.	_____	.00
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Form 5884 - Work Opportunity Credit

9. Salaries and Wages not deducted due to the WOTC	9.	_____	.00
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Form 4562 - Special Depreciation Allowance and Other Depreciation

10. Special depreciation allowance for qualified property placed in service during the taxable year	10.	_____	.00
11. Property subject to 168(f)(1) election	11.	_____	.00
12. Other depreciation	12.	_____	.00

Form 1118, Schedule A - Income or Loss Before Adjustments - Gross Income or Loss

13. Total: Deemed Dividends (Exclude Gross-up)	13.	_____	.00
14. Total: Deemed Dividend (Gross-up)	14.	_____	.00
15. Total: Other Dividends (Exclude Gross-up)	15.	_____	.00
16. Total: Other Dividends (Gross-up)	16.	_____	.00
17. Total: Interest	17.	_____	.00
18. Total: Gross Rents, Royalties, and License Fees	18.	_____	.00
19. Total: Gross Income from Performance of Services	19.	_____	.00
20. Total: Other	20.	_____	.00
21. Total: Total Gross Income or Loss from Outside the US	21.	_____	.00

Form 1118, Schedule A - Income or Loss Before Adjustments - Deductions

22. Total: Definitely Allocable - Rental, Royalty, and Licensing Expenses - Depreciation, Depletion, and Amortization	22.	_____	.00
23. Total: Definitely Allocable - Rental, Royalty, and Licensing Expenses - Other Expenses	23.	_____	.00
24. Total: Definitely Allocable - Expenses Related to Gross Income from Performance of Services	24.	_____	.00
25. Total: Definitely Allocable - Other Definitely Allocable Deductions	25.	_____	.00
26. Total: Total Definitely Allocable Deductions	26.	_____	.00
27. Total: Apportioned Share of Deductions not Definitely Allocable	27.	_____	.00
28. Total: Net Operating Loss Deduction	28.	_____	.00
29. Total: Total Deductions	29.	_____	.00

Form 1118, Schedule A - Income or Loss Before Adjustments - Total Income

30. Total: Total Income or (Loss) Before Adjustments	30.	_____	.00
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**DO NOT SEND THIS VA-8879C TO THE VIRGINIA DEPARTMENT OF TAXATION OR THE IRS.
IT MUST BE MAINTAINED IN YOUR FILES!**

Corporation Name	Federal ID Number
THE COMMUNITY FOUNDATION, INC.	23-7009135

Part I Tax Return Information

1. Federal Taxable Income (Form 500, Page 2, Line 1)	1. -1,298,119.
2. Virginia Taxable Income (Form 500, Page 2, Line 7)	2. -1,298,119.
3. Income tax (Form 500, Page 2, Line 9)	3.
4. Total payments and credits (Form 500, Page 2, Line 16)	4. 35,036.
5. Total due (Form 500, Page 2, Line 21)	5.
6. Amount to be refunded (Form 500, Page 2, Line 24)	6.

Part II Declaration and Signature Authorization of Officer

Under penalties of perjury, I declare to be the officer of the above corporation and that I have examined a copy of the corporation's 2017 electronic return and accompanying schedules and statements and to the best of my knowledge and belief, it is true, correct and complete. I further declare that the information provided to my Electronic Return Originator (ERO), Transmitter, or Intermediate Service Provider including the amounts shown in Part I above agrees with the information and amounts shown on the corresponding lines of the corporate electronic income tax return. If filing a balance due return, I authorize the Virginia Department of Taxation (Virginia Tax) and its designated Financial Agent to initiate an ACH electronic funds withdrawal entry to the financial institution account indicated on the 2017 Virginia income tax return for payment of state taxes owed on this return. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment. I certify that the transaction does not directly involve a financial institution outside of the territorial jurisdiction of the United States at any point in the process.

I understand that if Virginia Tax does not receive full and timely payment of the tax liability, the corporation will remain liable for the tax liability and all applicable interest and penalties. I authorize my ERO, Transmitter or Intermediate Service Provider to transmit the complete return to Virginia Tax. I have selected a personal identification number (PIN) as my signature for the corporation's electronic income tax return.

Officer's e-File PIN: check one box only

I authorize the ERO named below to enter my e-File PIN 23226 as my signature on the corporation's 2017 electronic Virginia corporation income tax return.
Do not enter all zeros

KEITER, STEPHENS, HURST, GARY & SHREAVES, PC

ERO Firm Name

I will enter my e-File PIN as my signature on the corporation's 2017 electronic Virginia corporation income tax return. Check this box only if you are entering your own e-File PIN and the return is filed using the Practitioner PIN method. The ERO must complete Part III below.

Your Signature _____ Date _____

Part III Certification and Authentication

ERO's EFIN/PIN: Enter your six digit EFIN followed by your five digit self-selected PIN. 54522423060
Do not enter all zeros

I certify that the above numeric entry is my ERO EFIN/PIN, which is my signature for the 2017 Virginia corporation income tax return for the corporation indicated above. I confirm that I am submitting this return in accordance with the requirements of the Practitioner PIN method and have followed all other requirements as specified by Virginia Tax. ERO's may sign the form using a rubber stamp, mechanical device, such as a signature pen, or computer software program.

ERO's Signature _____ Date _____