

Form **990-PF**

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No. 1545-0047

2023

Department of the Treasury
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.
Go to www.irs.gov/Form990PF for instructions and the latest information.

Open to Public Inspection

For calendar year 2023 or tax year beginning , and ending

Name of foundation THE NETTIE L AND CHARLES L WILEY FOUNDATION		A Employer identification number 52-1231771						
Number and street (or P.O. box number if mail is not delivered to street address) PO BOX 126	Room/suite	B Telephone number (see instructions)						
City or town, state or province, country, and ZIP or foreign postal code IRVINGTON VA 22480		C If exemption application is pending, check here <input type="checkbox"/>						
G Check all that apply: <table style="display: inline-table; vertical-align: top; margin-right: 20px;"> <tr><td><input type="checkbox"/> Initial return</td><td><input type="checkbox"/> Initial return of a former public charity</td></tr> <tr><td><input type="checkbox"/> Final return</td><td><input type="checkbox"/> Amended return</td></tr> <tr><td><input type="checkbox"/> Address change</td><td><input type="checkbox"/> Name change</td></tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>						
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 10,644,850	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	99,431	99,431	99,431	
	4 Dividends and interest from securities	191,295	191,295	191,295	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 STMT 1	198,629			
	b Gross sales price for all assets on line 6a 2,205,366				
	7 Capital gain net income (from Part IV, line 2)		198,629		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	489,355	489,355	290,726		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	32,800	16,400		16,400
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) SEE STMT 2	105	105		
	b Accounting fees (attach schedule) STMT 3	3,782	3,782		
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	18,758	13,421		
	19 Depreciation (attach schedule) and depletion STMT 5				
	20 Occupancy	1,925			1,925
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att. sch.) STMT 6	38,790	35,325		3,462
	24 Total operating and administrative expenses. Add lines 13 through 23	96,160	69,033	0	21,787
	25 Contributions, gifts, grants paid	418,367			418,367
26 Total expenses and disbursements. Add lines 24 and 25	514,527	69,033	0	440,154	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-25,172				
b Net investment income (if negative, enter -0-)		420,322			
c Adjusted net income (if negative, enter -0-)			290,726		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2023)

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash — non-interest-bearing	1,323	12,095	12,097
	2 Savings and temporary cash investments	189,770	236,461	236,461
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (att. schedule) SEE WRK 1,500			
	Less: allowance for doubtful accounts 0	1,500	1,500	1,500
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule) SEE STMT 7	3,733,409	3,600,121	7,458,218
	c Investments — corporate bonds (attach schedule) SEE STMT 8	2,750,389	2,728,263	2,735,371
	11 Investments — land, buildings, and equipment: basis			
Less: accumulated depreciation (attach sch.)				
12 Investments — mortgage loans				
13 Investments — other (attach schedule)				
14 Land, buildings, and equipment: basis 75,743				
Less: accumulated depreciation (attach sch.) STMT 9 11,505	64,238	64,238	75,743	
15 Other assets (describe SEE STATEMENT 10)	52,681	125,460	125,460	
16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	6,793,310	6,768,138	10,644,850	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here and complete lines 24, 25, 29, and 30. <input checked="" type="checkbox"/>			
	24 Net assets without donor restrictions	6,793,310	6,768,138	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here and complete lines 26 through 30. <input type="checkbox"/>			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
29 Total net assets or fund balances (see instructions)	6,793,310	6,768,138		
30 Total liabilities and net assets/fund balances (see instructions)	6,793,310	6,768,138		

Part III Analysis of Changes in Net Assets or Fund Balances			
1	Total net assets or fund balances at beginning of year — Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return)	1	6,793,310
2	Enter amount from Part I, line 27a	2	-25,172
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	6,768,138
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 29	6	6,768,138

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLIC SECURITY SALES	P	12/31/21	12/31/23
b	CAPITAL GAIN DISTRIBUTIONS			
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a	2,204,598	2,006,737	197,861	
b	768		768	
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			197,861	
b			768	
c				
d				
e				
2	Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	198,629
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8		3	

Part V Excise Tax Based on Investment Income (Section 4940(a), 4940(b), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary — see instructions)	1	5,842
b	All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations, enter 4% (0.04) of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	2	0
3	Add lines 1 and 2	3	5,842
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	5,842
6	Credits/Payments:		
a	2023 estimated tax payments and 2022 overpayment credited to 2023	6a	6,200
b	Exempt foreign organizations — tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	6,200
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	358
11	Enter the amount of line 10 to be: Credited to 2024 estimated tax 358 Refunded	11	

Part VI-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		<input checked="" type="checkbox"/>
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		<input checked="" type="checkbox"/>
1c Did the foundation file Form 1120-POL for this year?		<input checked="" type="checkbox"/>
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ _____ (2) On foundation managers. \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		<input checked="" type="checkbox"/>
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		<input checked="" type="checkbox"/>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		<input checked="" type="checkbox"/>
4b If "Yes," has it filed a tax return on Form 990-T for this year? N/A		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i> .		<input checked="" type="checkbox"/>
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	<input checked="" type="checkbox"/>	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XIV	<input checked="" type="checkbox"/>	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. VA		
8b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? If "No," attach explanation	<input checked="" type="checkbox"/>	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2023 or the tax year beginning in 2023? See instructions for Part XIII. If "Yes," complete Part XIII		<input checked="" type="checkbox"/>
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		<input checked="" type="checkbox"/>
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		<input checked="" type="checkbox"/>
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		<input checked="" type="checkbox"/>
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.WILEYFDN.ORG	<input checked="" type="checkbox"/>	
14 The books are in care of THE FOUNDATION Telephone no. 804-438-5656 P. O. BOX 126 Located at IRVINGTON VA ZIP+4 22480		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15		
16 At any time during calendar year 2023, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country		<input checked="" type="checkbox"/>

Part VI-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year, did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?		X
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?		X
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		X
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?		X
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?		X
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)		X
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions		
	N/A		
c	Organizations relying on a current notice regarding disaster assistance, check here		
	<input type="checkbox"/>		
d	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2023?		
	N/A		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2023, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2023? If "Yes," list the years		X
	20, 20, 20, 20		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement — see instructions.)		
	N/A		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
	20, 20, 20, 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?		X
b	If "Yes," did it have excess business holdings in 2023 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2023.)		
	N/A		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2023?		X

Part VI-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

	Yes	No
5a During the year did the foundation pay or incur any amount to:		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		X
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?		X
(3) Provide a grant to an individual for travel, study, or other similar purposes?		X
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d) (4)(A)? See instructions		X
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		X
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A	
c Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>	
d If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	N/A	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		X
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?		X

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

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

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

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 **0**

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

Part VIII-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part VIII-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	

Total. Add lines 1 through 3

Part IX Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	9,984,378
b	Average of monthly cash balances	1b	219,828
c	Fair market value of all other assets (see instructions)	1c	167,997
d	Total (add lines 1a, b, and c)	1d	10,372,203
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	10,372,203
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	155,583
5	Net value of noncharitable-use assets. Subtract line 4 from line 3	5	10,216,620
6	Minimum investment return. Enter 5% (0.05) of line 5	6	510,831

Part X Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here and do not complete this part.)

1	Minimum investment return from Part IX, line 6	1	510,831
2a	Tax on investment income for 2022 from Part V, line 5	2a	5,842
b	Income tax for 2022. (This does not include the tax from Part V.)	2b	
c	Add lines 2a and 2b	2c	5,842
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	504,989
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	504,989
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1	7	504,989

Part XI Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1a	440,154
b	Program-related investments — total from Part VIII-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part XII, line 4	4	440,154

Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2022	(c) 2022	(d) 2023
1 Distributable amount for 2023 from Part X, line 7				504,989
2 Undistributed income, if any, as of the end of 2023:				
a Enter amount for 2022 only			147,959	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2023:				
a From 2018				
b From 2019				
c From 2020				
d From 2021				
e From 2022				
f Total of lines 3a through e				
4 Qualifying distributions for 2023 from Part XI, line 4: \$ 440,154				
a Applied to 2022, but not more than line 2a			147,959	
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2023 distributable amount				292,195
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2023 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount — see instructions				
e Undistributed income for 2022. Subtract line 4a from line 2a. Taxable amount — see instructions				
f Undistributed income for 2023. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2024				212,794
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required — see instructions)				
8 Excess distributions carryover from 2018 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2024. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2019				
b Excess from 2020				
c Excess from 2021				
d Excess from 2022				
e Excess from 2023				

Part XIII Private Operating Foundations (see instructions and Part VI-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2023, enter the date of the ruling _____

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year		Prior 3 years		(e) Total
	(a) 2023	(b) 2022	(c) 2021	(d) 2020	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed _____					
b 85% (0.85) of line 2a _____					
c Qualifying distributions from Part XI, line 4, for each year listed _____					
d Amounts included in line 2c not used directly for active conduct of exempt activities _____					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c _____					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test — enter:					
(1) Value of all assets _____					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i) _____					
b "Endowment" alternative test — enter ^{2/3} of minimum investment return shown in Part IX, line 6, for each year listed _____					
c "Support" alternative test — enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) _____					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) _____					
(3) Largest amount of support from an exempt organization _____					
(4) Gross investment income _____					

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

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number or email address of the person to whom applications should be addressed:
THE FOUNDATION 804-438-5656
PO BOX 126 IRVINGTON VA 22480

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

c Any submission deadlines:
SEE WEBSITE

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

Part XIV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
BETHEL UNITED METHODIST CHURCH P. O. BOX 118 LIVELY VA 22507	NONE	501(C)3	PRESCHOOL	20,000
BOYS & GIRLS CLUB OF THE NN P. O. BOX 564 KILMARNOCK VA 22482	NONE	501(C)3 CHILDREN'S	EDUCATION	20,000
TOYS FOR TOTS 48 OTTOMAN FERRY RD LANCASTER VA 22503	NONE	501(C)3 CHILDREN'S	PROGRAMS	1,000
CHESAPEAKE ACADEMY P. O. BOX 8 IRVINGTON VA 22480	NONE	501(C)3 CHILDREN'S	PROGRAMS	14,000
CHRISTOPHER NEWPORT UNIVERSITY 1 AVENUE OF THE ARTS NEWPORT NEWS VA 23606	NONE	501(C)3	SCHOLARSHIP	3,500
COLLEGE OF WILLIAM AND MARY P.O. BOX 8795 WILLIAMSBURG VA 23287	NONE	501(C)3	SCHOLARSHIP	2,000
HEALTHY HARVEST FOOD BANK P. O. BOX 735 WARSAW VA 22572	NONE	501(C)3 CHILDREN'S	HEALTH	41,000
JAMES MADISON UNIVERSITY 738 S MASON ST., MSC 3516 HARRISONBURG VA 22807	NONE	501(C)3	SCHOLARSHIPS	7,000
LANCASTER ELEMENTARY SCHOOL P. O. BOX 2073 KILMARNOCK VA 22482	NONE	501(C)3 CHILDREN'S	PROGRAMS	2,679
LANCASTER COMMUNITY LIBRARY P. O. BOX 850 KILMARNOCK VA 22482	NONE	501(C)3 CHILDREN'S	PROGRAMS	6,500
Total				3a 418,367
b <i>Approved for future payment</i>				
N/A				
Total				3b

Part XIV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> RAPPAHANNOCK ART LEAGUE 19 N MAIN ST KILMARNOCK VA 22482	NONE	501(C)3 CHILDRES 'S	PROGRAMS	50,000
LANCASTER COUNTY VA EDUCATION FDN. P. O. BOX 928 KILMARNOCK VA 22482	NONE	501(C)3	EDUCATION	38,900
LANCASTER VIRGINIA HIST. SOCIETY P. O. BOX 97 LANCASTER VA 22503	NONE	501(C)3 CHILDREN 'S	PROGRAMS	35,000
NATIONAL CHILD SAFETY COUNCIL 8293 MARY BALL ROAD LANCASTER VA 22503	NONE	501(C)3 CHILDREN 'S	PROGRAMS	500
NORTHERN NECK FAMILY YMCA 39 WILLIAM B. GRAHAM COUR KILMARNOCK VA 22482	NONE	501(C)3 CHILDREN 'S	PROGRAMS	60,000
NORTHERN NECK FREE HEALTH CLINIC P. O. BOX 1694 KILMARNOCK VA 22482	NONE	501(C)3	HEALTH	50,000
RADFORD UNIVERSITY P.O. BOX 6922 RADFORD VA 24142	NONE	501(C)3	SCHOLARSHIPS	2,500
RAPPAHANNOCK COMMUNITY COLLEGE 12745 COLLEGE DR SALUDA VA 23149	NONE	501(C)3	SCHOLARSHIP	6,000
LEBANON BAPTIST CHURCH P.O. BOX 335 LIVELY VA 22507	NONE	501(C)3	RELIGIOUS	2,500
UVA WISE 1 COLLEGE AVE WISE VA 24293	NONE	501(C)3	SCHOLARSHIPS	5,595
Total			3a	
b <i>Approved for future payment</i> N/A				
Total			3b	

Part XIV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
THREE RIVERS HEALTHY FAMILIES P. O. BOX 40 SALUDA VA 23149	NONE	501(C)3	CHILDREN'S HEALTH	20,000
UNIVERSITY OF VIRGINIA P.O. BOX 400204 CHARLOTTESVILLE VA 22904	NONE	501(C)3	SCHOLARSHIP	5,500
VIRGINIA UNION UNIVERSITY 1500 N LOMARDY ST RICHMOND VA 23220	NONE	501(C)3	SCHOLARSHIPS	1,500
OLD DOMINION UNIVERSITY 5115 HAMPTON BLVD NORFOLK VA 23529	NONE	501(C)3	SCHOLARSHIPS	6,088
LIBERTY UNIVERSITY 1971 UNIVERSITY BLVD LYNCHBURG VA 24515	NONE	501(C)3	SCHOLARSHIPS	10,105
NC STATE UNIVERSITY 1601 E MARKET ST GREENSBORO NC 27411	NONE	501(C)3	SCHOLARSHIPS	3,000
J SARGENT REYNOLDS COMM COLLEGE 1651 E PARHAM RD RICHMOND VA 23228	NONE	501(C)3	SCHOLARSHIPS	1,500
NORFOLK STATE UNIVERSITY 700 PARK AVE NORFOLK VA 23504	NONE	501(C)3	SCHOLARSHIPS	2,000
Total			3a	
b <i>Approved for future payment</i> N/A				
Total			3b	

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description			How Received				
Whom Sold	Date Acquired	Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
COPIER & MONITOR	6/30/07	1/01/23	PURCHASE	\$ 1,155	\$	\$ 1,155	\$
COMPUTER UPGRADE	11/09/07	1/01/23	PURCHASE	528	\$	528	\$
TOTAL				\$ 0	\$ 1,683	\$ 0	\$ 1,683
						\$ 0	\$ 0

Statement 2 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LEGAL FEES	\$ 105	\$ 105	\$	\$
TOTAL	\$ 105	\$ 105	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING	\$ 3,782	\$ 3,782	\$	\$
TOTAL	\$ 3,782	\$ 3,782	\$ 0	\$ 0

Federal Statements**Statement 4 - Form 990-PF, Part I, Line 18 - Taxes**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
REAL ESTATE TAXES	\$ 1,158	\$ 1,158	\$	\$
FOREIGN DIVIDEND TAX	12,263	12,263		
990-PF TAX	5,337			
TOTAL	<u>\$ 18,758</u>	<u>\$ 13,421</u>	<u>\$ 0</u>	<u>\$ 0</u>

Statement 5 - Form 990-PF, Part I, Line 19 - Depreciation

Description								
Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income	
WEB DESIGN								
1/31/07	\$ 10,232	\$ 10,232		3	\$	\$	\$	
COPIER & MONITOR								
6/30/07	1,155	1,155	S/L	5				
COMPUTER UPGRADE								
11/09/07	528	528	S/L	5				
LAPTOP								
7/08/14	1,273	1,273	S/L	5				
TOTAL	<u>\$ 13,188</u>	<u>\$ 13,188</u>			<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>	

Federal Statements

Statement 6 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES	\$	\$	\$	\$
DUES	2,025			2,025
INVESTMENT & ADVISORY FEE	35,325	35,325		
POSTAGE	227			227
WEB SITE EXPENSE	720			720
OFFICE	65			65
MISCELLANEOUS	428			425
TOTAL	<u>\$ 38,790</u>	<u>\$ 35,325</u>	<u>\$ 0</u>	<u>\$ 3,462</u>

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CORPORATE STOCK & EQUITIES	\$ 3,733,409	\$ 3,600,121	COST	\$ 7,458,218
TOTAL	<u>\$ 3,733,409</u>	<u>\$ 3,600,121</u>		<u>\$ 7,458,218</u>

Statement 8 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CORPORATE BONDS	\$ 2,750,389	\$ 2,728,263	COST	\$ 2,735,371
TOTAL	<u>\$ 2,750,389</u>	<u>\$ 2,728,263</u>		<u>\$ 2,735,371</u>

Federal Statements**Statement 9 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment**

<u>Description</u>	<u>Beginning Net Book</u>	<u>End Cost / Basis</u>	<u>End Accumulated Depreciation</u>	<u>Net FMV</u>
COMPUTER EQUIPMENT AND WEBSITE	\$	\$ 11,505	\$ 11,505	\$ 11,505
LAND	64,238	64,238		64,238
TOTAL	\$ 64,238	\$ 75,743	\$ 11,505	\$ 75,743

Federal Statements**Statement 10 - Form 990-PF, Part II, Line 15 - Other Assets**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Fair Market Value</u>
ESTATE PERSONAL PROPERTY FOR SALE	\$ 3,960	\$ 3,960	\$ 3,960
EDUCATION LOAN RECEIVABLE	48,721	121,500	121,500
TOTAL	<u>\$ 52,681</u>	<u>\$ 125,460</u>	<u>\$ 125,460</u>

Federal Statements**Statement 11 - Form 990-PF, Part VII, Line 1 - List of Officers, Directors, Trustees, Etc.**

<u>Name and Address</u>	<u>Title</u>	<u>Average Hours</u>	<u>Compensation</u>	<u>Benefits</u>	<u>Expenses</u>
CATHARINE B MOORE PO BOX 126 IRVINGTON VA 22480	SECRETARY	2.00	7,600	0	0
GLORIA C CONLEY PO BOX 126 IRVINGTON VA 22480	VICE PRES.	2.00	2,400	0	0
WILLIAM B HUBBARD 439 BEACH RD IRVINGTON VA 22480	TREASURER	2.00	7,600	0	0
LESLIE FRANKLIN PO BOX 126 IRVINGTION VA 22480	PRESIDENT	2.00	7,600	0	0
PHILLIP WILLIAMS PO BOX 126 IRVINGTON VA 22480	HISTORIAN	2.00	7,600	0	0

Federal Statements

Form 990-PF, Part XIV, Line 2b - Application Format and Required Contents

Description

SEE WEBSITE

Form 990-PF, Part XIV, Line 2c - Submission Deadlines

Description

SEE WEBSITE

Form 990-PF, Part XIV, Line 2d - Award Restrictions or Limitations

Description

SEE WEBSITE