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Form 990-PF

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

2012

Open to Public Inspection

Department of the Treasury Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2012, or tax year beginning 01-01-2012, and ending 12-31-2012

Name of foundation: The Chase Foundation of Virginia. A Employer identification number: 54-1770697. B Telephone number: (434) 293-9104. G Check all that apply: Initial return, Final return, Address change. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$16,455,235. J Accounting method: Cash.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

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

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing					
	2	Savings and temporary cash investments	5,620,569	2,084,671	2,084,671		2,084,671
	3	Accounts receivable ▶ <u>1,133</u>					
		Less allowance for doubtful accounts ▶ _____	1,308	1,133	1,133		1,133
	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 page 15 of the instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____					
		Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges	10,000	88,000	88,000		88,000
	10a	Investments—U S and state government obligations (attach schedule)	4,268,994 <input type="checkbox"/>	6,968,108	6,958,567		6,958,567
	b	Investments—corporate stock (attach schedule)	614,179 <input type="checkbox"/>	825,155	995,304		995,304
	c	Investments—corporate bonds (attach schedule)	2,815,861 <input type="checkbox"/>	2,851,233	2,833,019		2,833,019
	11	Investments—land, buildings, and equipment basis ▶ _____					
	Less accumulated depreciation (attach schedule) ▶ _____						
12	Investments—mortgage loans						
13	Investments—other (attach schedule)	2,301,506 <input type="checkbox"/>	2,958,858	3,494,541		3,494,541	
14	Land, buildings, and equipment basis ▶ _____						
	Less accumulated depreciation (attach schedule) ▶ _____						
15	Other assets (describe ▶ _____)						
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	15,632,417	15,777,158	16,455,235		16,455,235	
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 SFAS 117, check here <input type="checkbox"/>						
	and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>						
	and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds	15,632,417	15,777,158			
28	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0				
29	Retained earnings, accumulated income, endowment, or other funds	0	0				
30	Total net assets or fund balances (see page 17 of the instructions)	15,632,417	15,777,158				
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	15,632,417	15,777,158				

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 30 (must agree with end-of-year figure reported on prior year's return)	1	15,632,417
2	Enter amount from Part I, line 27a	2	136,921
3	Other increases not included in line 2 (itemize) ▶ _____ <input type="checkbox"/>	3	11,495
4	Add lines 1, 2, and 3	4	15,780,833
5	Decreases not included in line 2 (itemize) ▶ _____ <input type="checkbox"/>	5	3,675
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	15,777,158

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a	See Additional Data Table			
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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	See Additional Data Table			
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	431,399
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 Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	901,364	16,093,242	0.056009
2010	679,764	15,775,048	0.043091
2009	758,875	12,757,047	0.059487
2008	529,213	9,784,319	0.054088
2007	521,325	9,792,049	0.053240
2	Total of line 1, column (d).		2 0.265915
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3 0.053183
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.		4 16,022,305
5	Multiply line 4 by line 3.		5 852,114
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 5,878
7	Add lines 5 and 6.		7 857,992
8	Enter qualifying distributions from Part XII, line 4.		8 921,170

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	5,878
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2.	3	5,878
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	5,878
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,255
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	7,304
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	10,559
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	2
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	4,679
11	Enter the amount of line 10 to be Credited to 2013 estimated tax ▶ 4,679 Refunded ▶	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ <u>0</u> (2) On foundation managers ▶ \$ <u>0</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ <u>0</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ VA _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		No

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶N/A	13	Yes	
14 The books are in care of ▶Derwood S Chase Jr Telephone no ▶(434) 293-9104 Located at ▶300 Preston Avenue Suite 500 Charlottesville VA ZIP +4 ▶229025096			
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 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a During the year did the foundation (either directly or indirectly)				
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No				
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b			No
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c			No
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____				
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b			
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____				
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b If "Yes," did it have excess business holdings in 2012 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>)	3b			
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a			No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b			No

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b** Yes No
Organizations relying on a current notice regarding disaster assistance check here. Yes No

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** Yes No
If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

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

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

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

Total number of other employees paid over \$50,000. Yes No **0**

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

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

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

Total number of others receiving over \$50,000 for professional services. **0**

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 _____	
2 _____	
3 All other program-related investments. See page 24 of the instructions _____	

Total. Add lines 1 through 3. **0**

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	14,742,126
b	Average of monthly cash balances.	1b	1,466,545
c	Fair market value of all other assets (see instructions).	1c	57,628
d	Total (add lines 1a, b, and c).	1d	16,266,299
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	16,266,299
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	243,994
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	16,022,305
6	Minimum investment return. Enter 5% of line 5.	6	801,115

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

1	Minimum investment return from Part X, line 6.	1	801,115
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	5,878
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	5,878
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	795,237
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	795,237
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	795,237

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	921,170
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	921,170
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	5,878
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	915,292

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				795,237
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 20__ , 20__ , 20__		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.	46,945			
b From 2008.	53,199			
c From 2009.	125,137			
d From 2010.				
e From 2011.	103,214			
f Total of lines 3a through e.	328,495			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>921,170</u>				
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.				795,237
e Remaining amount distributed out of corpus	125,933			
5 Excess distributions carryover applied to 2012 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	454,428			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).	46,945			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	407,483			
10 Analysis of line 9				
a Excess from 2008.	53,199			
b Excess from 2009.	125,137			
c Excess from 2010.				
d Excess from 2011.	103,214			
e Excess from 2012.	125,933			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling.

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization 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))

Derwood S Chase Jr

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

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

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed

Derwood S Chase Jr
300 Preston Avenue Suite 500
Charlottesville, VA 229025096
(434) 293-9104

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

No form has been prescribed by the organization

c Any submission deadlines

None

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

Charitable organizations must meet the criteria specified in Article 2, Paragraph C(a) of the foundation's trust agreement

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table				
Total				3a 913,000
b <i>Approved for future payment</i>				
Total				3b 0

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... 1a(1) Cash... 1a(2) Other assets... 1b(1) Sales of assets... 1b(2) Purchases of assets... 1b(3) Rental of facilities... 1b(4) Reimbursement arrangements... 1b(5) Loans or loan guarantees... 1b(6) Performance of services... 1c Sharing of facilities...

Table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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

Paid Preparer Use Only Print/Type preparer's name: Jeff Smith, Preparer's Signature: Jeff Smith, Date: 2013-08-08, Firm's name: Brown Edwards & Company LLP, Firm's address: Harrisonburg, VA 22801, Firm's EIN: 54-0504608, Phone no: (540) 434-6736

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

Schedule of Contributors

OMB No 1545-0047

▶ Attach to Form 990, 990-EZ, or 990-PF.

2012

Department of the Treasury
Internal Revenue Service

Name of the organization
The Chase Foundation of Virginia

Employer identification number
54-1770697

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

Name of organization
The Chase Foundation of Virginia

Employer identification number
54-1770697

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Derwood S Chase Jr 300 Preston Avenue Suite 500 Charlottesville, VA 229025096	\$ 500,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization
The Chase Foundation of Virginia

Employer identification number
54-1770697

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization
The Chase Foundation of Virginia

Employer identification number
54-1770697

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
_____	_____	_____	_____
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
_____	_____	_____	_____
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
_____	_____	_____	_____
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
_____	_____	_____	_____
	_____	_____	_____
	_____	_____	_____

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____
_____	_____

TY 2012 Accounting Fees Schedule

Name: The Chase Foundation of Virginia

EIN: 54-1770697

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting Fees	5,150	0		5,150

**TY 2012 Investments Corporate
Bonds Schedule**

Name: The Chase Foundation of Virginia

EIN: 54-1770697

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Corporate Bonds	2,851,233	2,833,019

**TY 2012 Investments Corporate
Stock Schedule**

Name: The Chase Foundation of Virginia

EIN: 54-1770697

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Common Stocks	825,155	995,304

**TY 2012 Investments Government
Obligations Schedule**

Name: The Chase Foundation of Virginia

EIN: 54-1770697

**US Government Securities - End of
Year Book Value:** 6,968,108

**US Government Securities - End of
Year Fair Market Value:** 6,958,567

**State & Local Government
Securities - End of Year Book
Value:** 0

**State & Local Government
Securities - End of Year Fair
Market Value:** 0

TY 2012 Investments - Other Schedule

Name: The Chase Foundation of Virginia

EIN: 54-1770697

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Mutual Funds	FMV	2,420,860	2,819,205
Ridgewood Energy I Fund, L.L.C.	FMV	11,675	5,682
Ridgewood Energy K Fund, L.L.C.	FMV	0	0
Ridgewood Energy L Fund, L.L.C.	FMV	23,696	11,326
Ridgewood Energy M Fund, L.L.C.	FMV	0	0
Ridgewood Energy N Fund, L.L.C.	FMV	150	9,850
Ridgewood Energy O Fund, L.L.C.	FMV	57,592	39,969
Ridgewood Energy P Fund, L.L.C.	FMV	33,335	40,781
Ridgewood Energy Q Fund, L.L.C.	FMV	32,536	28,719
Ridgewood Energy R Fund, L.L.C.	FMV	7,110	3,539
Ridgewood Energy S Fund, L.L.C.	FMV	27,644	14,902
Western Drilling Program 2008-B	FMV	4,300	12,834
Western Drilling Program 2010-B	FMV	23,248	101,072
Western Drilling Program Badger & Bush	FMV	1,912	8,469
333,333 shares Zounds, Inc. Series A2 preferred stock	FMV	25,000	23,333
422,415 shares OurStage, Inc. Series B preferred stock	FMV	106,660	190,087
Western Drilling Program Wylie	FMV	0	0
Ridgewood Energy BlueWater Oil Fund III, L.L.C.	FMV	83,887	85,520
Portfolio America Asset Pool I, L.L.C.	FMV	99,253	99,253

TY 2012 Other Decreases Schedule

Name: The Chase Foundation of Virginia

EIN: 54-1770697

Description	Amount
2012 Estimated Federal Income Tax Payments	2,460
2011 Federal Income Tax Payment - Extension	1,215

TY 2012 Other Expenses Schedule

Name: The Chase Foundation of Virginia

EIN: 54-1770697

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Custody Fees	6,384	6,384		0
Credit Card Fees	150	0		150

TY 2012 Other Income Schedule

Name: The Chase Foundation of Virginia

EIN: 54-1770697

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
STCG from Oil & Gas K-1 (Ridgewood Energy K Fund, L L C)	9	0	9
LTCG from Oil & Gas K-1 (Western Drilling Program 2008-B)	1,262	0	1,262
Ridgewood Energy I Fund LLC ordinary loss	-844		-844
Ridgewood Energy K Fund LLC ordinary loss	-3,840		-3,840
Ridgewood Energy L Fund LLC ordinary income	285		285
Ridgewood Energy M Fund LLC ordinary loss	-12,044		-12,044
Ridgewood Energy N Fund LLC ordinary income	2,010		2,010
Ridgewood Energy O Fund LLC ordinary loss	-359		-359
Ridgewood Energy P Fund LLC ordinary income	5,334		5,334
Ridgewood Energy Q Fund LLC ordinary loss	-2,543		-2,543
Ridgewood Energy R Fund ordinary loss	-601		-601
Ridgewood Energy S Fund LLC ordinary income	3,009		3,009
Western Drilling Program 2008-B ordinary income	867		867
Western Drilling Program 2010-B ordinary income	2,109		2,109
Western Drilling Program Badger/Bush ordinary income	1,010		1,010
Ridgewood Energy K Fund LLC Section 1231 loss	-245		-245
Ridgewood Energy M Fund LLC Section 1231 loss	-1,546		-1,546
Western Drilling Program Wylie ordinary loss	-17,082		-17,082
Portfolio America Asset Pool I LLC ordinary income	52		52
Ridgewood Energy P Fund LLC Section 1231 income	334		334
Ridgewood Energy Q Fund LLC Section 1231 income	200		200
Ridgewood Energy BlueWater Qil Fund III LLC ordinary loss	-7,129		-7,129

TY 2012 Other Increases Schedule

Name: The Chase Foundation of Virginia

EIN: 54-1770697

Description	Amount
Percentage Depletion	11,493
Rounding	2

TY 2012 Taxes Schedule

Name: The Chase Foundation of Virginia

EIN: 54-1770697

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Taxes	15	15		0

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
Publicly Traded Securities	P		
Andor Technology Offshore Fund, Inc - Settlement Proceeds	P	1997-01-01	2012-10-26
Gilead Sciences, Inc - Class Action Suit Proceeds	P	2003-08-21	2012-11-21
Ridgewood Energy K Fund, L L C - Final Year Adj (Unused Basis)	P	2004-07-07	2012-10-09
Ridgewood Energy M Fund, L L C - Final Year Adj (Unused Basis)	P	2004-09-28	2012-06-15
Western Wylie #1 (P'Ship) - Final Year Adj (Unused Basis)	P	2011-05-16	2012-10-26
Capital Gains Dividends	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
9,459,347		9,575,943	-116,596
7,102			7,102
561			561
		3,471	-3,471
		10,820	-10,820
		939	-939
555,562			555,562

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-116,596
			7,102
			561
			-3,471
			-10,820
			-939
			555,562

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Derwood S Chase Jr 400 Wellington Drive Charlottesville, VA 22903	President and trustee 1 92	0	0	0
Johanna B Chase 400 Wellington Drive Charlottesville, VA 22903	Secretary and trustee 0 21	0	0	0
Stuart F Chase 645 Plantation Ct Charlottesville, VA 22903	Vice-President, Treasurer 0 21	0	0	0
Stephen Moore 2011 Freedom Ln Falls Church, VA 22043	Regular Trustee 0 21	0	0	0
Cheryl O Chase 4807 Ellensburg Dr Dallas, TX 75244	Regular Trustee 0 21	0	0	0
Alejandro A Chafuen PhD 2000 N 14th Street St 550 Arlington, VA 22201	Regular Trustee 1 92	0	0	0
John C Goodman 12770 Coit Rd St 800 Dallas, TX 75251	Regular Trustee 0 21	0	0	0
Walter E Williams 4400 University Drive Fairfax, VA 22030	Regular Trustee 0 21	0	0	0

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Acton Institute for the Study of Religion and Liberty 161 Ottawa Avenue NW Suite 301 Grand Rapids, MI 49503	None	Other Public Charity	To provide general support (charitable)	25,000
American Friends of the Institute of Economic Affairs 2000 North 14th Street Suite 550 Arlington, VA 22201	None	Other Public Charity	To provide general support (charitable)	10,000
American Spectator Foundation Inc 1611 North Kent Street Suite 901 Arlington, VA 22209	None	Other Public Charity	To provide general support (charitable)	5,000
Americans for Prosperity (National Chapter) 2111 Wilson Blvd Ste 350 Arlington, VA 22201	None	Other Public Charity	To provide general support (charitable)	70,000
Atlas Economic Research Foundation 2000 North 14TH Street Suite 550 Arlington, VA 22201	None	Other Public Charity	To provide general support (charitable)	40,000
Atlas Society Center for Objectivism 1001 Connecticut Avenue Suite 425 Washington, DC 20036	None	Other Public Charity	To provide general support (charitable)	10,000
Buckeye Institute for Public Policy Solutions 88 East Broad Street Suite 1120 Columbus, OH 432153506	None	Other Public Charity	To provide general support (charitable)	5,000
Cascade Policy Institute 813 SW Alder Suite 450 Portland, OR 97205	None	Other Public Charity	To provide general support (charitable)	12,000
Cato Institute 1000 Massachusetts Ave NW Washington, DC 20001	None	Other Public Charity	To provide general support (charitable)	25,000
Committee for a Constructive Tomorrow PO Box 65722 Washington, DC 20035	None	Other Public Charity	To provide general support (charitable)	10,000
Competitive Enterprise Institute 1001 Connecticut Avenue NW Suite 1250 Washington, DC 20036	None	Other Public Charity	To provide general support (charitable)	19,000
Evergreen Freedom Foundation pO Box 552 Olympia, WA 98507	None	Other Public Charity	To provide general support (charitable)	15,000
Families Against Manatory Minimums 1612 K Street NW Suite 700 Washington, DC 20006	None	Other Public Charity	To provide general support (charitable)	2,000
Federalist Society for Law & Public Policy Studies 1015 18th Street NW Suite 425 Washington, DC 200361480	None	Other Public Charity	To provide general support (charitable)	12,000
Foundation for Economic Education 30 South Broadway IrvingtononHudson, NY 10533	None	Other Public Charity	To provide general support (charitable)	12,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Foundation for Individual Rights in Education 601 Walnut Street Suite 510 Philadelphia, PA 19106	None	Other Public Charity	To provide general support (charitable)	15,000
Foundation for Research on Economics and the Environment 662 Ferguson Road Bozeman, MT 59718	None	Other Public Charity	To provide general support (charitable)	15,000
Fraser Institute 4th Floor 1770 Burrard Street Vancouver, British Columbia V6J3G7 CA	None	Other Public Charity	To provide general support (charitable)	17,000
FreedomWorks 601 Pennsylvania Avenue NW North Bldg Ste 700 Washington, DC 20004	None	Other Public Charity	To provide general support (charitable)	15,000
Fund for American Studies 1706 New Hampshire Avenue NW Washington, DC 20009	None	Other Public Charity	To provide general support (charitable)	14,000
Future of Freedom Foundation 11350 Random Hills Road Suite 800 Fairfax, VA 22030	None	Other Public Charity	To provide general support (charitable)	12,000
Goldwater Institute 500 E Coronado Road Phoenix, AZ 85018	None	Other Public Charity	To provide general support (charitable)	12,000
Heartland Institute 19 South LaSalle Suite 903 Chicago, IL 60603	None	Other Public Charity	To provide general support (charitable)	25,000
Hispanic American Center for Economic Research 910 17th Street NW Suite 422 Washington, DC 200062605	None	Other Public Charity	To provide general support (charitable)	10,000
Independent Institute 100 Swan Way Oakland, CA 946211428	None	Other Public Charity	To provide general support (charitable)	8,000
Independent Women's Forum 1875 I Street NW Suite 500 Washington, DC 20006	None	Other Public Charity	To provide general support (charitable)	2,000
Institute for Energy Research 6524 San Felipe PMB 287 Houston, TX 770572611	None	Other Public Charity	To provide general support (charitable)	5,000
Institute for Health Freedom 1875 Eye Street NW Suite 500 Washington, DC 20006	None	Other Public Charity	To provide general support (charitable)	5,000
Institute for Humane Studies 3301 North Fairfax Drive Suite 440 Arlington, VA 222014432	None	Other Public Charity	To provide general support (charitable)	12,000
Institute for Justice 901 N Glebe Rd Ste 900 Arlington, VA 22203	None	Other Public Charity	To provide general support (charitable)	35,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
James Madison Institute PO Box 37460 Tallahassee, FL 32315	None	Other Public Charity	To provide general support (charitable)	2,000
John Locke Foundation 200 W Morgan 200 Raleigh, NC 27601	None	Other Public Charity	To provide general support (charitable)	10,000
Law Enforcement Against Prohibition 121 Mystic Avenue Medford, MA 02155	None	Other Public Charity	To provide general support (charitable)	4,000
Locke Institute 5188 Dunganon Road Fairfax, VA 22030	None	Other Public Charity	To provide general support (charitable)	13,000
Mackinac Center for Public Policy 140 West Main Street / PO Box 568 Midland, MI 48640	None	Other Public Charity	To provide general support (charitable)	12,000
Manhattan Institute for Policy Research 52 Vanderbilt Avenue New York, NY 10017	None	Other Public Charity	To provide general support (charitable)	5,000
Mercatus Center 3351 North Fairfax Drive 4th Floor Arlington, VA 22201	None	Other Public Charity	To provide general support (charitable)	100,000
Montreal Economic Institute 1010 Sherbrooke St West Suite 930 Montreal, Quebec H3A 2R7 CA	None	Other Public Charity	To provide general support (charitable)	10,000
National Center for Policy Analysis 12770 Coit Rd Suite 800 Dallas, TX 75251	None	Other Public Charity	To provide general support (charitable)	36,000
National Journalism Center 110 Elden Street Suite A Herndon, VA 20170	None	Other Public Charity	To provide general support (charitable)	10,000
Pacific Legal Foundation 3900 Lennane Drive Suite 200 Sacramento, CA 95834	None	Other Public Charity	To provide general support (charitable)	10,000
Pacific Research Institute for Public Policy 755 Sansome Street Suite 450 San Francisco, CA 94111	None	Other Public Charity	To provide general support (charitable)	15,000
Philadelphia Society 11620 Rutan Circle Jerome, MI 492499530	None	Other Public Charity	To provide general support (charitable)	1,000
Property and Environment Research Center 2048 Analysis Drive Suite A Bozeman, MT 597186829	None	Other Public Charity	To provide general support (charitable)	12,000
Public Notice Research and Education Foundation 2111 Wilson Blvd Ste 210 Arlington, VA 22201	None	Other Public Charity	To provide general support (charitable)	100,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Reason Foundation 3415 S Sepulveda Blvd Suite 400 Los Angeles, CA 90034	None	Other Public Charity	To provide general support (charitable)	32,000
Rio Grande Foundation P O Box 40336 Albuquerque, NM 87196	None	Other Public Charity	To provide general support (charitable)	10,000
State Policy Network 2020 North 14th Street Suite 250 Arlington, VA 22201	None	Other Public Charity	To provide general support (charitable)	10,000
Tax Foundation 529 14th Street NW Suite 420 Washington, DC 200451000	None	Other Public Charity	To provide general support (charitable)	15,000
Thomas Jefferson Institute for Public Policy 9035 Golden Sunset Lane Springfield, VA 22153	None	Other Public Charity	To provide general support (charitable)	4,000
Virginia Institute for Public Policy 7326 Early Marker Court Gainesville, VA 201551865	None	Other Public Charity	To provide general support (charitable)	28,000
Total			▶ 3a	913,000

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
11 Other revenue					
a Ridgewood Energy I Fund LLC ordinary loss	211110	-844			
b Ridgewood Energy K Fund LLC ordinary loss	211110	-3,840			
c Ridgewood Energy L Fund LLC ordinary income	211110	285			
d Ridgewood Energy M Fund LLC ordinary loss	211110	-12,044			
e Ridgewood Energy N Fund LLC ordinary income	211110	2,010			
f Ridgewood Energy O Fund LLC ordinary loss	211110	-359			
g Ridgewood Energy P Fund LLC ordinary income	211110	5,334			
h Ridgewood Energy Q Fund LLC ordinary loss	211110	-2,543			
i Ridgewood Energy R Fund ordinary loss	211110	-601			
j Ridgewood Energy S Fund LLC ordinary income	211110	3,009			
k Western Drilling Program 2008-B ordinary income	211110	867			
l Western Drilling Program 2010-B ordinary income	211110	2,109			
m Western Drilling Program Badger/Bush ordinary income	211110	1,010			
n Ridgewood Energy K Fund LLC Section 1231 loss	211110	-245			
o Ridgewood Energy M Fund LLC Section 1231 loss	211110	-1,546			
p Western Drilling Program Wylie ordinary loss	211110	-17,082			
q Portfolio America Asset Pool I LLC ordinary income	211110	52			
r Ridgewood Energy P Fund LLC Section 1231 income	211110	334			
s Ridgewood Energy Q Fund LLC Section 1231 income	211110	200			
t Ridgewood Energy BlueWater Qil Fund III LLC ordinary loss	211110	-7,129			