

Return of Private Foundation

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

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

~~OMB No. 1545-0052~~

2018

~~Open to Public Inspection~~

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2018 or tax year beginning

, and ending

Name of foundation THE <u>ARMY</u> RETIREMENT RESIDENCE FOUNDATION - POTOMAC		A Employer identification number 54-1252635 ** - *** 2635							
Number and street (or P O box number if mail is not delivered to street address) 9140 BELVOIR WOODS PKWY		Room/suite	B Telephone number 703-781-2460						
City or town, state or province, country, and ZIP or foreign postal code FORT BELVOIR, VA 22060		C If exemption application is pending, check here ☐							
G Check all that apply: <table border="0"> <tr> <td>☐ Initial return</td> <td>☐ Initial return of a former public charity</td> </tr> <tr> <td>☐ Final return</td> <td>☐ Amended return</td> </tr> <tr> <td>☐ Address change</td> <td>☐ Name change</td> </tr> </table>		☐ Initial return	☐ Initial return of a former public charity	☐ Final return	☐ Amended return	☐ Address change	☐ Name change	D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
☐ Initial return	☐ Initial return of a former public charity								
☐ Final return	☐ Amended return								
☐ Address change	☐ Name change								
H Check type of organization: <table border="0"> <tr> <td>☒ Section 501(c)(3) exempt private foundation</td> <td rowspan="2" style="vertical-align: middle; font-size: 2em; text-align: center;">04</td> </tr> <tr> <td>☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation</td> </tr> </table>		☒ Section 501(c)(3) exempt private foundation	04	☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐				
☒ Section 501(c)(3) exempt private foundation	04								
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation									
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 3,437,727.	J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____								
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☒									

Part I	Analysis of Revenue and Expenses
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(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

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))		(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	201,427.		N/A		
	2 Check ☐ if the foundation is not required to attach Sch. B					
	3 Interest on savings and temporary cash investments					
	4 Dividends and interest from securities	62,062.	62,062.		STATEMENT 1	
	5a Gross rents					
	b Net rental income or (loss)					
	6a Net gain or (loss) from sale of assets not on line 10	98,574.				
	b Gross sales price for all assets on line 6a	1,069,926.				
	7 Capital gain net income (from Part IV, line 2)		98,574.			
	8 Net short-term capital gain					
	9 Income modifications					
	10a Gross sales less returns and allowances					
b Less Cost of goods sold						
c Gross profit or (loss)						
11 Other income						
12 Total Add lines 1 through 11		362,063.	160,636.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.	
	14 Other employee salaries and wages					
	15 Pension plans, employee benefits					
	16a Legal fees					
	b Accounting fees	STMT 2	15,750.	7,875.		7,875.
	c Other professional fees					
	17 Interest					
	18 Taxes	STMT 3	1,130.	0.		1,130.
	19 Depreciation and depletion		194.	0.		
	20 Occupancy					
	21 Travel, conferences, and meetings					
	22 Printing and publications					
	23 Other expenses	STMT 4	147,747.	33,392.		114,355.
	24 Total operating and administrative expenses. Add lines 13 through 23		164,821.	41,267.		123,360.
25 Contributions, gifts, grants paid		190,571.			190,571.	
26 Total expenses and disbursements Add lines 24 and 25		355,392.	41,267.		313,931.	
	27 Subtract line 26 from line 12:					
	a Excess of revenue over expenses and disbursements	6,671.				
	b Net investment income (if negative, enter -0-)		119,369.			
	c Adjusted net income (if negative, enter -0-)			N/A		

823501 12-11-18 LHA For Paperwork Reduction Act Notice, see instructions

Form 990-PF (2018)

THE ARMY RETIREMENT RESIDENCE FOUNDATION
- POTOMAC

Form 990-PF (2018)

54-1252635

Page 2

Part II: Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	126,301.	120,972.	120,972.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ 42,000. Less: allowance for doubtful accounts ▶	42,200.	42,000.	42,000.
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 5	281,770.	246,536.	246,536.
	b Investments - corporate stock STMT 6	953,427.	824,162.	824,162.
	c Investments - corporate bonds STMT 7	198,858.	215,457.	215,457.
	11 Investments - land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	1,486,180.	1,313,297.	1,313,297.
	14 Land, buildings, and equipment: basis ▶ 681,302. Less: accumulated depreciation STMT 9 ▶ 5,999.	675,496.	675,303.	675,303.
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,764,232.	3,437,727.	3,437,727.	
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			
	22 Other liabilities (describe ▶ STATEMENT 10)	299,877.	300,737.	
23 Total liabilities (add lines 17 through 22)	299,877.	300,737.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26, and lines 30 and 31			
	24 Unrestricted	2,946,987.	2,822,076.	
	25 Temporarily restricted	517,368.	314,914.	
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances	3,464,355.	3,136,990.		
31 Total liabilities and net assets/fund balances	3,764,232.	3,437,727.		

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	3,464,355.
2 Enter amount from Part I, line 27a	2	6,671.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,471,026.
5 Decreases not included in line 2 (itemize) ▶ UNREALIZED LOSS ON INVESTMENTS	5	334,036.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,136,990.

Form 990-PF (2018)

THE ARMY RETIREMENT RESIDENCE FOUNDATION
- POTOMAC

Form 990-PF (2018)

54-1252635

Page 5

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11	X
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	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.ARRFP.ORG	13	X
14 The books are in care of CAPT TOM STALLMAN Telephone no. 703-781-2460 Located at 9140 BELVOIR WOODS PKWY, FORT BELVOIR, VA ZIP+4 22060-2703		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax exempt interest received or accrued during the year	15	N/A
16 At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country.	16	X

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions. Organizations relying on a current notice regarding disaster assistance, check here	N/A	
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 2018?	1b	
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 2018, did the foundation have any undistributed income (lines Gd and Ge, Part XIII) for tax year(s) beginning before 2018? If "Yes," list the years	☐ Yes ☒ No	
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.	1c	X
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2018 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 1913(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2018.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	2b	
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 2018?	3b	
	4a	X
	4b	X

Form 990-PF (2018)

THE ARMY RETIREMENT RESIDENCE FOUNDATION

Form 990-PF (2018)

- POTOMAC

54-1252635

Page 6

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 4945(d)(4)(A)? See instructions

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions

N/A

Organizations relying on a current notice regarding disaster assistance, check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ 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?

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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?

☐ Yes ☒ No**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, and 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
SEE STATEMENT 11		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

Form 990-PF (2018)

Form 990-PF (2018)

- POTOMAC

54-1252635 Page 10

N/A

- b Check box to indicate whether the foundation is a private operating foundation described in section

4942(1)(3) or ☒ 4942(1)(5)

- [illegible]

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).)

NONE

- 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

NONE

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.

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

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

- c Any submission deadlines

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

THE ARMY RETIREMENT RESIDENCE FOUNDATION

Form 990-PF (2018)

- POTOMAC

54-1252635 Page 11

Part XV Supplementary Information *(continued)*

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BELVOIR WOODS HEALTH CARE CENTER FAMILY COUNCIL P.O. BOX 361 LORTON, VA 22199	NONE	NC	TO SUPPORT FAMILIES AND FRIENDS OF RESIDENTS OF THE 3RD FLOOR OF BELVOIR WOODS HEALTH CENTER	4,000
FAIRFAX RESIDENCE ASSOCIATION 9140 BELVOIR WOODS PARKWAY FT. BELVOIR, VA 22060	NONE	NC	"RAGEF" PROGRAM SUPPORT	10,000.
GRANTEE 009 9140 BELVOIR WOODS PARKWAY FT. BELVOIR, VA 22060	NONE	I	FINANCIAL ASSISTANCE TO NEEDY RETIREES	69,840.
THE HOUSE SLC INC 14000 CROWN COURT WOODBIDGE, VA 22193	NONE	PC	TO SUPPORT THE CINDERELLA BALL	5,000.
GRANTEE 007 9140 BELVOIR WOODS PARKWAY FT. BELVOIR, VA 22060	NONE	I	FINANCIAL ASSISTANCE TO NEEDY RETIREES	82,731.
Total			SEE CONTINUATION SHEET(S) ▶ 3a	190,571.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Form 990-PF (2018)

54-1252635

3. Grants and Contributions Paid During the Year (Continuation)

823631
04-01-18

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information

OMB No 1545-0047

2018

Name of the organization

THE ARMY RETIREMENT RESIDENCE FOUNDATION
- POTOMAC

Employer identification number

54-1252635

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)() (enter number) organization

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

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

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

☐

501(c)(3) taxable private foundation

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

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

Special Rules☐

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I (entering "N/A" in column (b) instead of the contributor name and address), II, and III.☐For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

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

Name of organization THE ARMY RETIREMENT RESIDENCE FOUNDATION - POTOMAC	Employer identification number 54-1252635
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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	COL WENDELL PHILLIPS 9100 BELVOIR WOODS PARKWAY, APT 403 FT. BELVOIR, VA 22060	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	LTC JACK DOYLE 9100 BELVOIR WOODS PARKWAY, APT A-415 FT. BELVOIR, VA 22060	\$ 10,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
3	MR. ADRIAN POLK AND MS. ROSEMARY HARRIS 9090 BELVOIR WOODS PARKWAY FT. BELVOIR, VA 22060	\$ 15,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
4	MG RUSSELL TODD 9100 BELVOIR WOODS PARKWAY FT. BELVOIR, VA 22060	\$ 26,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
5	COL JAMES WOOTEN 9034 BELVOIR WOODS PARKWAY FT. BELVOIR, VA 22060	\$ 10,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
6	ZAMANI FOUNDATION 1604 SPRING HILL ROAD VIENNA, VA 22182	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization

THE ARMY RETIREMENT RESIDENCE FOUNDATION
- POTOMAC

Employer identification number

54-1252635

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
7	COL WAYNE A. NORBY 9160 BELVOIR WOODS PARKWAY, APT 302 FT. BELVOIR, VA 22060	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization THE ARMY RETIREMENT RESIDENCE FOUNDATION - POTOMAC	Employer identification number 54-1252635
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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 ARMY RETIREMENT RESIDENCE FOUNDATION
- POTOMAC

Employer identification number

54-1252635

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$

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

FORM 990-PF		DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
MERRILL LYNCH	62,062.	0.	62,062.	62,062.		
TO PART I, LINE 4	62,062.	0.	62,062.	62,062.		

FORM 990-PF		ACCOUNTING FEES			STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
	15,750.	7,875.		7,875.		
TO FORM 990-PF, PG 1, LN 16B	15,750.	7,875.		7,875.		

FORM 990-PF		TAXES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
	1,130.	0.		1,130.		
TO FORM 990-PF, PG 1, LN 18	1,130.	0.		1,130.		

FORM 990-PF		OTHER EXPENSES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
EXECUTIVE ADMINISTRATOR	74,089.	0.		74,089.		
FUNDRAISING EXPENSES	8,473.	0.		8,473.		
LANDSCAPING & LAKE MAINTENANCE	17,739.	0.		17,739.		
OFFICE SUPPLIES	6,493.	0.		6,493.		
INSURANCE	3,103.	0.		3,103.		
POSTAGE & PRINTING	4,013.	0.		4,013.		

THE ARMY RETIREMENT RESIDENCE FOUNDATION

54-1252635

MISCELLANEOUS EXPENSES	445.	0.	445.
INVESTMENT EXPENSES	33,392.	33,392.	0.
TO FORM 990-PF, PG 1, LN 23	147,747.	33,392.	114,355.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 5

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. GOVERNMENT SECURITIES	X		246,536.	246,536.
TOTAL U.S. GOVERNMENT OBLIGATIONS			246,536.	246,536.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			246,536.	246,536.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITY SECURITIES	824,162.	824,162.
TOTAL TO FORM 990-PF, PART II, LINE 10B	824,162.	824,162.

FORM 990-PF CORPORATE BONDS STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE DEBT SECURITIES	215,457.	215,457.
TOTAL TO FORM 990-PF, PART II, LINE 10C	215,457.	215,457.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	FMV	1,313,297.	1,313,297.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,313,297.	1,313,297.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	9
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LAND	658,902.	0.	658,902.
LAND IMPROVEMENTS	16,304.	0.	16,304.
MONITOR	147.	147.	0.
COMPUTERS	4,266.	4,266.	0.
DELL COMPUTERS	1,683.	1,586.	97.
TOTAL TO FM 990-PF, PART II, LN 14	681,302.	5,999.	675,303.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	10
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
MEMBER DEPOSITS	293,600.	295,600.
CHARITABLE GIFT ANNUITY	6,277.	5,137.
TOTAL TO FORM 990-PF, PART II, LINE 22	299,877.	300,737.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 11
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
LTG SPENCE M. ARMSTRONG, USAF (RET) 9140 BELVOIR WOODS PARKWAY FORT BELVOIR, VA 22060	PRESIDENT, EXECUTIVE, AND	INVESTMENT C		
	2.00	0.	0.	0.
MARY ELLEN ACKERSON 9140 BELVOIR WOODS PARKWAY FORT BELVOIR, VA 22060	CORPORATE SECRETARY, EXECUTIVE, AND G			
	2.00	0.	0.	0.
MG CHARLES W. FLETCHER, JR., USA (RET) 9140 BELVOIR WOODS PARKWAY FORT BELVOIR, VA 22060	FUND RAISING COMMITTEE			
	2.00	0.	0.	0.
MG RUSSELL L. FUHRMAN, USA (RET) 9140 BELVOIR WOODS PARKWAY FORT BELVOIR, VA 22060	VICE-PRESIDENT, EXECUTIVE, AND G & A C			
	2.00	0.	0.	0.
COL STEPHEN L. HILL 9140 BELVOIR WOODS PARKWAY FORT BELVOIR, VA 22060	PROPERTY COMMITTEE			
	2.00	0.	0.	0.
BG JOSEPH SCHROEDEL, USA (RET) 9140 BELVOIR WOODS PARKWAY FORT BELVOIR, VA 22060	FUND RAISING COMMITTEE			
	2.00	0.	0.	0.
CAPT THOMAS F. STALLMAN, CEC, USN (RET) 9140 BELVOIR WOODS PARKWAY FORT BELVOIR, VA 22060	TREASURER, EXECUTIVE, PROPERTY, AND G			
	2.00	0.	0.	0.
COL JACK RICE 9140 BELVOIR WOODS PARKWAY FORT BELVOIR, VA 22060	INVESTMENT, & G & A COMMITTEES			
	2.00	0.	0.	0.
MG JOHN ALTENBURG 9140 BELVOIR WOODS PARKWAY FORT BELVOIR, VA 22060	FUND RAISING COMMITTEE			
	2.00	0.	0.	0.
LTC MARTHA KIENE 9140 BELVOIR WOODS PARKWAY FORT BELVOIR, VA 22060	PROPERTY COMMITTEE			
	2.00	0.	0.	0.

THE ARMY RETIREMENT RESIDENCE FOUNDATION

54-1252635

BRENDA DUVAL	BYLAW & INVESTMENT COMMITTEE			
9140 BELVOIR WOODS PARKWAY	2.00	0.	0.	0.
FORT BELVOIR, VA 22060				
ROSEMARY HARRIS	BYLAW AND MEMBERSHIP COMMITTEES			
9140 BELVOIR WOODS PARKWAY	2.00	0.	0.	0.
FORT BELVOIR, VA 22060				
COL DON HAZEN	BYLAW AND MEMBERSHIP COMMITTEES			
9140 BELVOIR WOODS PARKWAY	2.00	0.	0.	0.
FORT BELVOIR, VA 22060				
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

GENERAL EXPLANATION

STATEMENT 12

FORM/LINE IDENTIFIER AND DESCRIPTION/RETURN REFERENCE

FORM 990-PF, PART XV - INDIVIDUAL RECIPIENTS OF SUPPORT IDENTIFICATION

EXPLANATION:

INDIVIDUAL RECIPIENTS OF SUPPORT ARE GENERICALLY IDENTIFIED TO PROTECT THEIR PRIVACY. THE FOUNDATION MAINTAINS A LISTING OF THOSE INDIVIDUALS THAT CORRESPOND TO THE IDENTIFICATION REPORTED IN PART XV. IN ADDITION, NONE OF THE INDIVIDUALS THAT RECEIVED GRANTS FROM THE FOUNDATION ARE DEEMED TO BE DISQUALIFIED PERSONS OR OTHERWISE RELATED TO THE FOUNDATION.

FORM 990-PF PAGE 1

990-PF

[illegible]

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone