

CitizenAudit.org

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust 9806
Treated as a Private Foundation

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

1997

For calendar year 1997, or tax year beginning

7/ 1, 1997, and ending

6/30, 19 98

Use the IRS label. Otherwise, please print or type See Specific Instructions.	Name of organization JOHN WILLIAM POPE FOUNDATION		A Employer identification number 58-1691765
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite 3401 GRESHAM LAKE ROAD		B State registration number (see instruction F) NORTH CAROLINA
	City or town, state, and ZIP + 4 RALEIGH, NC 27615		C If exemption application is pending, check here <input type="checkbox"/>
	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		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 14,994,712.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
			G If address changed, 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).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	169,568.			STATEMENT 1
2	Contributions from split-interest trusts				
3	Interest on savings and cash investments	2,333.	2,333.	N/A	STATEMENT 2
4	Dividends and interest from securities	16,057.	16,057.		STATEMENT 3
5a	Gross rents				
b	(Net rental income or (loss))				
6	Net gain or (loss) from sale of assets not on line 10	803,539.			
7	Capital gain net income (from Part IV, line 2)		803,539.		
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	991,497.	821,929.		
13	Compensation of officers, directors, trustees, etc.	29,741.	0.		29,741.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees STMT 4	270.	270.		0.
c	Other professional fees				
17	Interest				
18	Taxes STMT 5	13,319.	13,319.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses STMT 6	1,464.	1,464.		0.
24	Total operating and administrative expenses. Add lines 13 through 23	44,794.	15,053.		29,741.
25	Contributions, gifts, grants paid	1,049,500.			1,049,500.
26	Total expenses and disbursements. Add lines 24 and 25	1,094,294.	15,053.		1,079,241.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	<102,797.>			
b	Net investment income (if negative, enter "-0-")		806,876.		
c	Adjusted net income (if negative, enter "-0-")			N/A	

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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	23,667.	45,601.	45,601.
	2 Savings and temporary cash investments	116,285.	1,371.	1,371.
	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			
	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			
	b Investments - corporate stock STMT 7	321,843.	312,026.	14,947,740.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	461,795.	358,998.	14,994,712.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted and complete lines 24 through 26 and lines 30 and 31.			
	25 Temporarily restricted			
	26 Permanently restricted			
	Organizations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	461,795.	358,998.	
30 Total net assets or fund balances	461,795.	358,998.		
31 Total liabilities and net assets/fund balances	461,795.	358,998.		

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	461,795.
2 Enter amount from Part I, line 27a	2	<102,797.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	358,998.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	358,998.

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 CDI STOCK	D	VARIOUS	VARIOUS
b RICHLANDS, VA PROPERTY	D	08/25/97	09/17/97
c CDI STOCK	P	VARIOUS	VARIOUS
d			
e			

(e) Gross sales price minus expense of sale	(f) Depreciation allowed (or allowable)	(g) Cost or other basis	(h) Gain or (loss) (e) plus (f) minus (g)
a 376,466.	0.	4,908.	371,558.
b 70,990.	0.	10,568.	60,422.
c 376,466.	0.	4,907.	371,559.
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))
(j) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			371,558.
b			60,422.
c			371,559.
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	803,539.
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). If (loss), enter -0- in Part I, line 8	3	N/A

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 organization liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the organization does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
1996	1,025,220.	8,914,944.	.1150002
1995	865,711.	4,884,455.	.1772380
1994	687,221.	1,904,453.	.3608495
1993	594,241.	958,362.	.6200590
1992	355,448.	958,362.	.3708912

2 Total of line 1, column (d)	2	1.6440379
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	.3288076
4 Enter the net value of noncharitable-use assets for 1997 from Part X, line 5	4	19,319,246.
5 Multiply line 4 by line 3	5	6,352,315.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,069.
7 Add lines 5 and 6	7	6,360,384.
8 Enter qualifying distributions from Part XII, line 4	8	1,079,241.

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 on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling letter _____ (attach copy of ruling letter if necessary-see instructions)		
b	Domestic organizations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	16,138.
c	All other domestic organizations enter 2% of line 27b. Exempt foreign organizations enter 4% of line 27b		
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	16,138.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	16,138.
6	Credits/Payments:		
a	1997 estimated tax payments and 1996 overpayment credited to 1997	6a	
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 2758)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	0.
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	16,138.
10	OVERPAYMENT. If line 7 is more than the total of lines 5 and 8, enter the AMOUNT OVERPAID	10	
11	Enter the amount of line 10 to be: Credited to 1998 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
a During the tax year, did the organization attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for 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 organization in connection with the activities.		X
c Did the organization file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the organization. \$ 0. (2) On the organization managers. \$ 0.		
e Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on the organization managers. \$ 0.		
2 Has the organization engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the organization 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		X
4a Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
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? If "Yes," attach the statement required by General Instruction T.		X
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?	X	
7 Did the organization have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> N/A		
b If the answer is "Yes" to line 7, has the organization furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the organization claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 1997 or taxable year beginning in 1997 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes" attach a schedule listing their names and addresses.	X	
11a Did anyone request to see either the organization's annual return or its exemption application (or both)?		X
b If "Yes," did the organization comply pursuant to the instructions? (See General Instruction Q.)		
12 The books are in care of <input type="checkbox"/> JAMES ARTHUR POPE, PRESIDENT Telephone no. (919) 876-6000 Located at <input type="checkbox"/> 3401 GRESHAM LAKE ROAD, RALEIGH, NC ZIP code 27615		
13 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		N/A

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.

1 Self-dealing (section 4941):**a** During the year did the organization (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 organization 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 the answer is "Yes" to 1a(1)-(6), did ANY of the acts fail to qualify under the exemptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 18 of the instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**c** Did the organization 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 1997?**2 Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):****a** At the end of tax year 1997, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 1997? ☐ Yes ☒ NoIf "Yes," list the years 19, 19, 19, 19.**b** Are there any years listed in 2a for which the organization 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.19, 19, 19, 19.**3 Taxes on excess business holdings (section 4943):****a** Did the organization 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 1997 as a result of (1) any purchase by the organization or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the organization had excess business holdings in 1997.) **N/A****4 Taxes on investments that jeopardize charitable purposes (section 4944):****a** Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?**b** Did the organization 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 1997?**5 Taxes on taxable expenditures (section 4945) and political expenditures (section 4955):****a** During the year did the organization 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)? ☐ 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)?Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the organization 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).

Yes No

1b X

1c X

2b

4a X

4b X

5b

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

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
JOYCE W. POPE	CHAIRMAN/DIRECTOR			
3401 GRESHAM LAKE ROAD				
RALEIGH, NC 27615	0	0.	0.	0.
JAMES ARTHUR POPE	PRESIDENT/DIRECTOR			
3401 GRESHAM LAKE ROAD				
RALEIGH, NC 27615	12	29,741.	0.	0.
JOHN W. POPE	VICE PRES/DIRECTOR			
3401 GRESHAM LAKE ROAD				
RALEIGH, NC 27615	0	0.	0.	0.
AMANDA J. POPE	DIRECTOR			
3401 GRESHAM LAKE ROAD				
RALEIGH, NC 27615	0	0.	0.	0.

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

[illegible]**Total number of other employees paid over \$50,000**

0

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

[illegible]

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

0

Part IX-A	Summary of Direct Charitable Activities
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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 IX-B Summary of Program-Related Investments

Describe any program-related investments made by the foundation during the tax year.		Amount
1	N/A	
2		
3		

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	19,189,442.
b	Average of monthly cash balances	1b	424,006.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	19,613,448.
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	19,613,448.
4	Cash deemed held for charitable activities - Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	294,202.
5	Net value of noncharitable-use assets - Subtract line 4 from line 3. Enter here and on Part V, line 4	5	19,319,246.
6	Minimum investment return (Enter 5% of line 5.)	6	965,962.

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	965,962.
2a	Tax on investment income for 1997 from Part VI, line 5	2a	16,138.
b	Income tax for 1997. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	16,138.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	949,824.
4a	Recoveries of amounts treated as qualifying distributions	4a	0.
b	Income distributions from section 4947(a)(2) trusts	4b	0.
c	Add lines 4a and 4b	4c	0.
5	Add lines 3 and 4c	5	949,824.
6	Deduction from distributable amount	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	949,824.

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	1,079,241.
b	Program-related investments - total of lines 1-3 of 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	1,079,241.
5	Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,079,241.

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 1996	(c) 1996	(d) 1997
1 Distributable amount for 1997 from Part XI, line 7				949,824.
2 Undistributed income, if any, as of the end of 1996			0.	
a Enter amount for 1996 only		0.		
b Total for prior years 19 __, 19 __, 19 __		0.		
3 Excess distributions carryover, if any, to 1997				
a From 1992	307,606.			
b From 1993	496,938.			
c From 1994	454,316.			
d From 1995	582,546.			
e From 1996	596,051.			
f Total of lines 3a through e	2,437,457.			
4 Qualifying distributions for 1997 from Part XII, line 4: ► \$ 1,079,241.			0.	
a Applied to 1996, but not more than line 2a				
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 1997 distributable amount				949,824.
e Remaining amount distributed out of corpus	129,417.			0.
5 Excess distributions carryover applied to 1997 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			
6 Enter the net total of each column as indicated below:	2,566,874.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 1996. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 1997. Subtract lines 4d and 5 from line 1. This amount must be distributed in 1998				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3)	0.			
8 Excess distributions carryover from 1992 not applied on line 5 or line 7	307,606.			
9 Excess distributions carryover to 1998. Subtract lines 7 and 8 from line 6a	2,259,268.			
10 Analysis of line 9:				
a Excess from 1993	496,938.			
b Excess from 1994	454,316.			
c Excess from 1995	582,546.			
d Excess from 1996	596,051.			
e Excess from 1997	129,417.			

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]

NO FORMAL RESTRICTIONS

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 Paid during the year SEE ATTACHED				
Total			▶ 3a	0.
b Approved for future payment NONE				
Total			▶ 3b	0.

Part XVI-A

Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
(a) _____						
(b) _____						
(c) _____						
(d) _____						
(e) _____						
(f) _____						
(g) Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	2,333.		
4 Dividends and interest from securities			14	16,057.		
5 Net rental income or (loss) from real estate:						
(a) Debt-financed property						
(b) Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			18	803,539.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
(a) _____						
(b) _____						
(c) _____						
(d) _____						
(e) _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		821,929.		0.
13 TOTAL. Add line 12, columns (b), (d), and (e)						821,929.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B

Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

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

JOHN WILLIAM POPE FOUNDATION
E.I.N. 58-1691765
1997 FORM PF-990
PART XV, LINE 3A, GRANTS CONTRIBUTIONS

<u>Recipient</u>	<u>Relation Status</u>	<u>Purpose</u>	<u>Amount</u>
ACU P.O. Box 29131 Abilene, TX 79699	None	Public Grant, Restricted	\$5,000.00
Alexis De Tocqueville Institute 2000 15th St. North, Suite 501 Arlington, VA 22201	None	Public Grant, Unrestricted	\$5,000.00
American Academy for Liberal Education 1050 17th Street, NW, Suite 400 Washington, DC 20036	None	Public Grant, Unrestricted	\$5,000.00
American Cancer Society P.O. Box 102454 Atlanta, GA 30368	None	Public Grant, Unrestricted	\$1,000.00
American Civil Rights Institute P.O. Box 188350 Sacramento, CA 95818	None	Public Grant, Unrestricted	\$5,000.00
American Conservative Union Foundation 1007 Cameron Street Alexandria, VA 22314	None	Public Grant, Unrestricted	\$10,000.00
Americans for Tax Reform Foundation 1920 L Street, NW, Suite 200 Washington, DC 20036	None	Public Grant, Unrestricted	\$5,000.00
Atlas Economic Research Foundation 4048 University Drive, Suite 103 Fairfax, VA 22030-6812	None	Public Grant, Unrestricted	\$25,000.00
Big Brothers/Big Sisters Of Gainesville 1155 NW 13th Street Gainesville, FL 32601	None	Public Grant, Unrestricted	\$1,000.00
Capitol Research Center 727 15th St., NW 8th Floor Washington, DC 20005-1599	None	Public Grant, Unrestricted	\$10,000.00

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PART XV, LINE 3A, GRANTS CONTRIBUTIONS

<u>Recipient</u>	<u>Relation</u> <u>Status</u>	<u>Purpose</u>	<u>Amount</u>
Carolina Ballet Theatre 887-B Washington Street Raleigh, NC 27605	None	Public Grant, Unrestricted	\$1,000.00
Carolina Fund P.O. Box 309 Chapel Hill, NC 27514	None	Public Grant, Unrestricted	\$1,000.00
Center For Education Reform 1001 Conecticut Avenue, NW, Suite 204 Washington, DC 20036	None	Public Grant, Unrestricted	\$5,000.00
Center For Equal Opportunity 14 Pidgeon Hill Drive, Suite 500 Sterling, VA 20165	None	Public Grant, Unrestricted	\$1,000.00
Chi Phi Fraternity Education Fund Peachtree Road, NE, Suite 1011 Atlanta, GA 30326	None	Public Grant, Unrestricted	\$500.00
Citizens for a Sound Economy 1250 H Street, NW Washington, DC 20005-3908	None	Public Grant, Unrestricted	\$50,000.00
Communities In Schools 277 S Washington Street, Suite 210 Alexandria, VA 22314	None	Public Grant, Unrestricted	\$500.00
Competitive Enterprise Institute Pennsylvania Avenue, SE Washington, DC 20003	None	Public Grant, Unrestricted	\$5,000.00
Council for National Policy 311 Massachusetts Ave, NE Washington, DC 20036	None	Public Grant, Unrestricted	\$5,000.00
Daniel's PTA 2816 Oberlin Road Raleigh, NC 27608	None	Public Grant, Unrestricted	\$2,500.00

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<u>Recipient</u>	<u>Relation Status</u>	<u>Purpose</u>	<u>Amount</u>
Defenders Of Property Rights 6235 33rd Street, NW Washington, DC 20015	None	Public Grant, Unrestricted	\$5,000.00
Eagle Forum Education Center P.O. Box 618 Alton, IL 62002	None	Public Grant, Unrestricted	\$5,000.00
Education and Research Institute 800 Maryland Avenue, NE Washington, DC 20002	None	Public Grant, Unrestricted	\$5,000.00
Family Research Council 700 Thirteenth Street, NW, Suite 500 Washington, DC 20005	None	Public Grant, Unrestricted	\$5,000.00
Foundation Endowment 611 Cameron Street Alexandria, VA 22314	None	Public Grant, Unrestricted	\$1,000.00
Frankie Lemmon School Glenwood Avenue Raleigh, NC 27608	None	Public Grant, Unrestricted	\$1,000.00
Free Congress Foundation 717 Second Street, NW Washington, DC 20002	None	Public Grant, Unrestricted	\$20,000.00
Free Nation Foundation 111 West Corbin Street Hillsborough, NC 27278	None	Public Grant, Unrestricted	\$500.00
Full Gospel Tabernacle 155 Falconridge Cres NE Calgary, Alberta T3J 1Z9, Canada	None	Public Grant, Unrestricted	\$25,000.00
Fund for American Studies 1526 Eighteenth Street, NW Washington, DC 20036	None	Public Grant, Unrestricted	\$5,000.00

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<u>Recipient</u>	<u>Relation Status</u>	<u>Purpose</u>	<u>Amount</u>
Heritage Foundation 214 Massachusetts Avenue, NE Washington, DC 20036	None	Public Grant, Unrestricted	\$50,000.00
Hudson Institute Herman Kahn Center, P.O. Box 26-919 Indianapolis, IN	None	Public Grant, Unrestricted	\$1,000.00
Institute For Children 110 Human Ecology Lansing, MI 48824	None	Public Grant, Unrestricted	\$5,000.00
Institute for Civil Society 42 Glen Avenue Newton Centre, MA 02459	None	Public Grant, Unrestricted	\$10,000.00
Institute for Health Freedom 1825 Eye Street, NW, Suite 400 Washington, DC 20006	None	Public Grant, Unrestricted	\$5,000.00
Institute for Humane Studies 4084 University Drive, Suite 101 Fairfax, VA 22030-6812	None	Public Grant, Unrestricted	\$15,000.00
Institute for Humane Studies 4084 University Drive, Suite 101 Fairfax, VA 22030-6812	None	Public Grant, Restricted	\$15,000.00
Institute for Justice 1001 Pennsylvania Ave., NW, Suite 200 S. Washington, DC 20004-2505	None	Public Grant, Unrestricted	\$50,000.00
Institute for Policy Innovations 250 S. Stemmons Lewisville, TX 75067	None	Public Grant, Unrestricted	\$1,000.00
Intercollegiate Studies Institute, Inc. South Byrn Mawr Avenue Byrn Mawr, PA 19010	None	Public Grant, Unrestricted	\$10,000.00

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<u>Recipient</u>	<u>Relation</u> <u>Status</u>	<u>Purpose</u>	<u>Amount</u>
Jesse Helms Center Foundation Wingate College Monroe, NC	None	Public Grant, Unrestricted	\$25,000.00
John Locke Foundation P.O. Box 17822 Raleigh, NC 27619	None	Public Grant, Unrestricted	\$30,000.00
John Locke Foundation P.O. Box 17822 Raleigh, NC 27619	None	Public Grant, Unrestricted	\$50,000.00
John Locke Foundation P.O. Box 17822 Raleigh, NC 27619	None	Public Restricted Pope Center	\$2,500.00
John Locke Foundation P.O. Box 17822 Raleigh, NC 27619	None	Public Grant, Unrestricted	\$10,000.00
John Locke Foundation P.O. Box 17822 Raleigh, NC 27619	None	Public Grant, Unrestricted	\$31,250.00
John Locke Foundation P.O. Box 17822 Raleigh, NC 27619	None	Public Grant, Unrestricted	\$60,000.00
John Locke Foundation P.O. Box 17822 Raleigh, NC 27619	None	Public Grant, Unrestricted	\$60,000.00
John Locke Foundation P.O. Box 17822 Raleigh, NC 27619	None	Public Restricted Pope Center	\$31,000.00
John Locke Foundation P.O. Box 17822 Raleigh, NC 27619	None	Public Grant, Unrestricted	\$25,000.00

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<u>Recipient</u>	<u>Relation</u> <u>Status</u>	<u>Purpose</u>	<u>Amount</u>
John Locke Foundation P.O. Box 17822 Raleigh, NC 27619	None	Public Grant, Unrestricted	\$10,000.00
Lacy's PTA 1904 Victoria Road Raleigh, NC 27608	None	Public Grant, Unrestricted	\$2,500.00
Landmark Legal Foundation 19415 Deerfield Avenue, Suite 312 Leesburg, VA 20176	None	Public Grant, Unrestricted	\$5,000.00
Locke Foundation P.O. Box 17822 Raleigh, NC 27619	None	Public Restricted Pope Center	\$31,250.00
Locke Foundation P.O. Box 17822 Raleigh, NC 27619	None	Public Grant, Unrestricted	\$60,000.00
Lundy Chair Of The Philosophy Of Business - Campbell University P.O. Box 1145 Buies Creek, NC 27506	None	Public Grant, Unrestricted	\$5,000.00
Manhattan Institute For Policy Research Spring Street New York, NY 10012-9945	None	Public Grant, Unrestricted	\$1,000.00
National Center For Policy Analysis 12655 N Central Expressway, Suite 720 Dallas, TX 75243	None	Public Grant, Unrestricted	\$10,000.00
National Right to Work 8001 Braddock Road Springfield, VA 22160	None	Public Grant, Unrestricted	\$5,000.00
NC Depressive & Manic Depressive Assoc 3900 Arrow Drive Raleigh, NC 27612	None	Public Grant, Unrestricted	\$1,000.00

JOHN WILLIAM POPE FOUNDATION
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PART XV, LINE 3A, GRANTS CONTRIBUTIONS

<u>Recipient</u>	<u>Relation Status</u>	<u>Purpose</u>	<u>Amount</u>
NCTU 3901 Barrett Drive - Suite 100 Raleigh, NC 27609	None	Public Grant, Unrestricted	\$5,000.00
North Carolina Civil War Tourism P.O. Box 31522 Raleigh, NC 27622	None	Public Grant, Unrestricted	\$1,000.00
North Carolina Council On Economic Education P.O. Box 5086 Greensboro, NC	None	Public Grant, Unrestricted	\$1,000.00
NC Family Policy Council P.O. Box 20607 Raleigh, NC 27619	None	Public Grant, Unrestricted	\$20,000.00
North Carolina Symphony 2 E South Street Raleigh, NC 27601	None	Public Grant, Unrestricted	\$10,000.00
North Carolina Taxpayers United Educational Fd 3901 Barrett Drive, Suite 100 Raleigh, NC 27609	None	Public Grant, Unrestricted	\$5,000.00
NC Theater One East South Street Raleigh, NC 27601	None	Public Grant, Unrestricted	\$1,000.00
Occoneechee Council Boy Scouts Of America P.O. Box 41229 3231 Atlantic Avenue Raleigh, NC 27629-1229	None	Public Grant, Unrestricted	\$5,000.00
Pacific Research Institute for Public Policy Post Street San Francisco, CA 94108	None	Public Grant, Unrestricted	\$5,000.00
Philanthropy Roundtable 320 North Meridian Street Indianapolis, IN 46204-1725	None	Public Grant, Unrestricted	\$5,000.00

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<u>Recipient</u>	<u>Relation</u> <u>Status</u>	<u>Purpose</u>	<u>Amount</u>
Reason Foundation 2716 Ocean Park Boulevard Santa Monica, CA 90405	None	Public Grant, Unrestricted	\$15,000.00
Social Philosophy & Policy Center Bowling Green University Bowling Green, OH 43403-0188	None	Public Grant, Unrestricted	\$1,000.00
Southeastern Legal Foundation Chamblee-Tucker Road,Bldg 4 Atlanta, GA 30341	None	Public Grant, Unrestricted	\$2,500.00
Tax Foundation 1250 H Street, NW, Suite 750 Washington, DC 20005-3908	None	Public Grant, Unrestricted	\$10,000.00
The Acton Institute 161 Ottawa Ave, NW, Suite 405-K Grand Rapids, MI 49502-3404	None	Public Grant, Unrestricted	\$2,500.00
The Asheville School 360 Asheville School Road Asheville, NC 28806	None	Public Grant, Unrestricted	\$5,000.00
The Cato Institute 1000 Massachusetts Avenue, NW Washington, DC 20001-5430	None	Public Grant, Unrestricted	\$50,000.00
The Federalist Society K Street, NW Washington, DC 20006	None	Public Grant, Unrestricted	\$5,000.00
The Foundation Endowment 611 Cameron Street Alexandria, VA 22314	None	Public Grant, Unrestricted	\$1,000.00
The Fraser Institute 626 Bute Street Vancouver, British Columbia V6E 3M1 Canada	None	Public Grant, Unrestricted	\$1,000.00

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PART XV, LINE 3A, GRANTS CONTRIBUTIONS

<u>Recipient</u>	<u>Relation Status</u>	<u>Purpose</u>	<u>Amount</u>
The Leadership Institute 8001 Braddock Road, Suite 502 Springfield, VA 22151	None	Public Grant, Unrestricted	\$1,000.00
The Progress & Freedom Foundation 1401 H Street, NW, Suite 1075 Washington, DC 20005	None	Public Grant, Unrestricted	\$1,000.00
U.S. Term Limits 1511 K Street, NW Washington, DC 20005	None	Public Grant, Unrestricted	\$10,000.00
UNC Lineberger Cancer Research School of Medicine CB # 7295 University of North Carolina at Chapel Hill Chapel Hill, NC 27599-7295	None	Public Grant, Unrestricted	\$1,000.00
Virginia Episcopal School P.O. Box 408 Lynchburg, VA 24505	None	Public Grant, Unrestricted	\$5,000.00
Wake Education Partnership 706 Hillsborough Street, Suite A Raleigh, NC 27603	None	Public Grant, Unrestricted	\$12,000.00
Washington Legal Foundation 1705 N Street, NW Washington, DC	None	Public Grant, Unrestricted	\$25,000.00
White Memorial Presbyterian Church Oberlin Road Raleigh, NC 27608	None	Public Grant, Unrestricted	<u>\$10,000.00</u>
			<u><u>\$1,049,500.00</u></u>

FORM 990-PF CASH CONTRIBUTIONS OF \$5000 OR MORE STATEMENT 1
INCLUDED ON PART I, LINE 1

CONTRIBUTOR'S NAME	CONTRIBUTOR'S ADDRESS	DATE OF GIFT	AMOUNT
JOHN W POPE	3401 GRESHAM LAKE ROAD - RALEIGH, NC 27608	08/05/97	53,000.
JAMES ARTHUR POPE	3401 GRESHAM LAKE ROAD - RALEIGH, NC 27608	01/11/97	53,000.
AMANDA J POPE	3401 GRESHAM LAKE ROAD - RALEIGH, NC 27608	11/22/97	53,000.
		08/25/97	10,568.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
VARIOUS	2,333.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	2,333.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
OLDE	16,057.	0.	16,057.
TOTAL TO FM 990-PF, PART I, LN 4	16,057.	0.	16,057.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTANT	270.	270.		0.	
TO FORM 990-PF, PG 1, LN 16B	270.	270.		0.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PAYROLL TAXES	13,319.	13,319.		0.	
TO FORM 990-PF, PG 1, LN 18	13,319.	13,319.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MISCELLANEOUS	1,464.	1,464.		0.	
TO FORM 990-PF, PG 1, LN 23	1,464.	1,464.		0.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
CDI CORPORATION	288,611.	14,366,700.		
NCNB SHARES	23,415.	581,040.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	312,026.	14,947,740.		

6/98

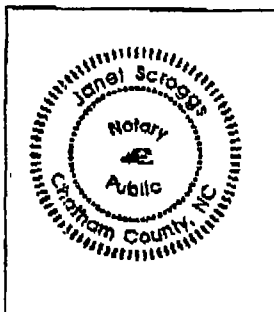
AFFIDAVIT OF PUBLICATIONNORTH CAROLINA.
Wake County.) Ss.

PUBLIC NOTICE
The Annual Report for Fiscal Year Ending 6/30/05 of the JOHN WILLIAM POPE FOUNDATION, INC. is available for inspection during normal business at 3401 Gresham Lake Road, Raleigh, North Carolina, by any citizens who so request within 180 days after publication of this notice of availability.
JOHN WILLIAM POPE FOUNDATION
Raleigh, NC 27615
James A. Pope - President
(919) 871-3336
N&O: July 21, 2005

Before the undersigned, a Notary Public of Chatham County North Carolina, duly commissioned and authorized to administer oaths, affirmations, etc., personally appeared Donna Clayton, who, being duly sworn or affirmed, according to law, doth depose and say that she is Billing Manager-Legal Advertising of The News and Observer a corporation organized and doing business under the Laws of the State of North Carolina, and publishing a newspaper known as The News and Observer, in the City of Raleigh, Wake County and State aforesaid, the said newspaper in which such notice, paper, document, or legal advertisement was published was, at the time of each and every such publication, a newspaper meeting all of the requirements and qualifications of Section 1-597 of the General Statutes of North Carolina and was a qualified newspaper within the meaning of Section 1-597 of the General Statutes of North Carolina, and that as such she makes this affidavit; that she is familiar with the books, files and business of said corporation and by reference to the files of said publication the attached advertisement for JOHN POPE FOUNDATION was inserted in the aforesaid newspaper on dates as follows: 07/20/05

Account Number: 87133040

The above is correctly copied from the books and files of the aforesaid Corporation and publication.



Donna Clayton
Billing Manager-Legal Advertising

Sworn or affirmed to, and subscribed before me, this
21 day of JULY, 2005 AD
In Testimony Whereof, I have hereunto set my hand
and affixed my official seal, the day and year aforesaid.

Janet Scroggs
Notary Public

My commission expires 14th of March 2009.