

CitizenAudit.org

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

2002

Department of the Treasury
Internal Revenue Service

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

For calendar year 2002, or tax year beginning JUL 1, 2002, and ending JUN 30, 2003

G Check all that apply: ☐ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name changeUse the IRS
label.
Otherwise,
print
or type
See Specific
Instructions.

Name of organization

JOHN WILLIAM POPE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

3401 GRESHAM LAKE ROAD

City or town, state, and ZIP code

RALEIGH, NC 27615

A Employer identification number

58-1691765

B Telephone number

(919) 876-6000

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test,
check here and attach computation ☐E If private foundation status was terminated
under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year
(from Part II, col. (c), line 16)

\$ 19,318,531. (Part I, column (d) must be on cash basis.)

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify)**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

Check ☐ if the foundation is not required to attach Sch B

5,034,308.

N/A

2 Distributions from split-interest trusts

3 Interest on savings and temporary
cash investments

30,452.

30,452.

STATEMENT 1

4 Dividends and interest from securities

73,179.

73,179.

STATEMENT 2

5a Gross rents

b (Net rental income or (loss))

6a Net gain or (loss) from sale of assets not on
line 10b Gross sales price for all
assets on line 6a

7 Capital gain net income (from Part IV, line 2)

0.

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

5,137,939.

103,631.

Operating and Administrative Expenses

13 Compensation of officers, directors, trustees, etc

0.

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

STMT 3

1,188.

1,188.

c Other professional fees

17 Interest

18 Taxes

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

STMT 4

510.

510.

24 Total operating and administrative
expenses. Add lines 13 through 23

1,698.

1,698.

25 Contributions, gifts, grants paid

2,684,602.

2,684,602.

26 Total expenses and disbursements.
Add lines 24 and 25

2,686,300.

1,698.

2,684,602.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

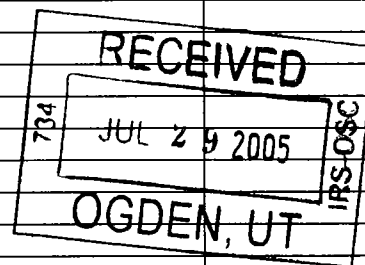
2,451,639.

b Net investment income (if negative, enter -0-)

101,933.

c Adjusted net income (if negative, enter -0-)

N/A



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	9,617.	113,156.	113,156.
	2 Savings and temporary cash investments	4,021,007.	6,334,799.	6,271,169.
	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 5	224,853.	259,161.	12,934,206.
	c Investments - corporate bonds			
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)	4,255,477.	6,707,116.	19,318,531.	
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 ▶)			
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			
	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	4,255,477.	6,707,116.	
30 Total net assets or fund balances	4,255,477.	6,707,116.		
31 Total liabilities and net assets/fund balances	4,255,477.	6,707,116.		

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	4,255,477.
2 Enter amount from Part I, line 27a	2	2,451,639.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	6,707,116.
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	6,707,116.

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				
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				
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) 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				
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

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

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))
2001	2,177,602.	7,712,080.	.2823625
2000	1,693,666.	8,090,479.	.2093406
1999	2,089,993.	9,251,852.	.2259000
1998	1,700,000.	11,114,900.	.1529478
1997	1,079,241.	19,319,246.	.0558635

2 Total of line 1, column (d)

2

.9264144

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

.1852829

4 Enter the net value of noncharitable-use assets for 2002 from Part X, line 5

4

15,391,916.

5 Multiply line 4 by line 3

5

2,851,859.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6

1,019.

7 Add lines 5 and 6

7

2,852,878.

8 Enter qualifying distributions from Part XII, line 4

8

2,684,602.

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 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	2,039.
c	All other domestic organizations 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	2,039.
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	2,039.
6	Credits/Payments:		
a	2002 estimated tax payments and 2001 overpayment credited to 2002	6a	
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	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	2,039.
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 2003 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a 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
1b 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
1c 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 organization managers. \$ 0.		
e Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on 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.	2	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	3	X
4a Did the organization have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	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?	6	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.	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> N/A	8b	X
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	9	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 2002 or the taxable year beginning in 2002 (see instructions for Part XIV)? If "Yes," complete Part XIV	10	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	11	X
11 Did the organization comply with the public inspection requirements for its annual returns and exemption application? Web site address <input type="checkbox"/> N/A		
12 The books are in care of <input type="checkbox"/> JAMES ARTHUR POPE, PRESIDENT Telephone no. <input type="checkbox"/> (919) 876-6000 Located at <input type="checkbox"/> 3401 GRESHAM LAKE ROAD, RALEIGH, NC ZIP+4 <input type="checkbox"/> 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 <input type="checkbox"/> 13 <input type="checkbox"/> N/A		

0

0

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
3 All other program-related investments. See 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	10,063,411.
b Average of monthly cash balances	1b	5,562,900.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	15,626,311.
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	15,626,311.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	234,395.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,391,916.
6 Minimum investment return. Enter 5% of line 5	6	769,596.

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	769,596.
2a Tax on investment income for 2002 from Part VI, line 5	2a	2,039.
b Income tax for 2002. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	2,039.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	767,557.
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	767,557.
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	767,557.

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	2,684,602.
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	2,684,602.
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	2,684,602.

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 2001	(c) 2001	(d) 2002
1 Distributable amount for 2002 from Part XI, line 7				767,557.
2 Undistributed income, if any, as of the end of 2001				
a Enter amount for 2001 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2002:				
a From 1997	129,417.			
b From 1998	1,182,082.			
c From 1999	1,646,365.			
d From 2000	1,414,686.			
e From 2001	1,794,444.			
f Total of lines 3a through e	6,166,994.			
4 Qualifying distributions for 2002 from Part XII, line 4: ► \$	2,684,602.			
a Applied to 2001, 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 2002 distributable amount				767,557.
e Remaining amount distributed out of corpus	1,917,045.			
5 Excess distributions carryover applied to 2002 (if an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	8,084,039.			
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 2001. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2002. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2003				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 1997 not applied on line 5 or line 7	129,417.			
9 Excess distributions carryover to 2003. Subtract lines 7 and 8 from line 6a	7,954,622.			
10 Analysis of line 9:				
a Excess from 1998	1,182,082.			
b Excess from 1999	1,646,365.			
c Excess from 2000	1,414,686.			
d Excess from 2001	1,794,444.			
e Excess from 2002	1,917,045.			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2002, 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)

2 a 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(i)(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 page 25 of the instructions.)
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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 organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the organization 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 of the person to whom applications should be addressed:

JAMES ARTHUR POPE (919) 876-6000
3401 GRESHAM LAKE ROAD, RALEIGH, NC 27615

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:

NO FORMAL RESTRICTIONS

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
<div>a Paid during the year</div> <div>SEE ATTACHED</div>				
<div>Total</div>			<div>▶ 3a</div>	<div>0.</div>
<div>b Approved for future payment</div> <div>NONE</div>				
<div>Total</div>			<div>▶ 3b</div>	<div>0.</div>

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

- | | | Yes | No |
|----------|--|-----|----------|
| 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 (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting organization to a noncharitable exempt organization of: | | |
| | (1) Cash | | X |
| | (2) Other assets | | X |
| b | Other Transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting organization. If the organization received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the organization 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

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
	N/A	

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.

Sign Here	Signature of officer or trustee <i>Ross A. Papp</i>		Date <i>7/20/05</i>		Title <i>President</i>	
	Preparer's signature <i>Ross A. Papp</i>		Date <i>7/20/05</i>		Check if self-employed <input type="checkbox"/>	
Paid Preparer's Use Only	Preparer's SSN or PTIN <i>390-44-2783</i>		EIN <i>56-2344058</i>		Phone no.	
	Firm's name (or yours if self-employed), address, and ZIP code <i>GOSPODAREK, CPA, PA</i> <i>4101 LAKE BOONE TRAIL, SUITE 215</i> <i>RALEIGH, NC 27607</i>					

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

Supplementary Information for
line 1 of Form 990, 990-EZ, and 990-PF (see instructions)

OMB No 1545-0047

2002

Name of organization

Employer identification number

JOHN WILLIAM POPE FOUNDATION

58-1691765

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 box(es) for both the General Rule and a Special Rule-see instructions.)

General Rule-

- ☒ For organizations 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 Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of \$5,000 or 2% of the amount on line 1 of these forms. (Complete Parts I and II.)
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests 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 Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate 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: Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** check the box in the heading of their Form 990, Form 990-EZ, or on line 1 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

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

Schedule B (Form 990, 990-EZ, or 990-PF) (2002)

Name of organization

Employer identification number

JOHN WILLIAM POPE FOUNDATION

58-1691765

Part I Contributors (See Specific Instructions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
<u>1</u>	JOHN W. POPE 3401 GRESHAM LAKE ROAD RALEIGH, NC 27615	\$ 800,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>2</u>	JOHN W. POPE 3401 GRESHAM LAKE ROAD RALEIGH, NC 27615	\$ 7,322.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>3</u>	JOHN W. POPE 3401 GRESHAM LAKE ROAD RALEIGH, NC 27615	\$ 2,300.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>4</u>	JOHN W. POPE 3401 GRESHAM LAKE ROAD RALEIGH, NC 27615	\$ 663.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>5</u>	JOHN W. POPE 3401 GRESHAM LAKE ROAD RALEIGH, NC 27615	\$ 2,147.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>6</u>	JOHN W. POPE 3401 GRESHAM LAKE ROAD RALEIGH, NC 27615	\$ 719.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

JOHN WILLIAM POPE FOUNDATION

58-1691765

Part I Contributors (See Specific Instructions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
7	VARIETY WHOLESALERS 3401 GRESHAM LAKE ROAD RALEIGH, NC 27615	\$ 21,154.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
8	JOHN W. POPE, JR. 3401 GRESHAM LAKE ROAD RALEIGH, NC 27615	\$ 1,400,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
9	JAMES A. POPE 3401 GRESHAM LAKE ROAD RALEIGH, NC 27615	\$ 1,400,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
10	AMANDA J. POPE 3401 GRESHAM LAKE ROAD RALEIGH, NC 27615	\$ 1,400,000.	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)

Name of organization

Employer identification number

JOHN WILLIAM POPE FOUNDATION

58-1691765

Part II Noncash Property (See Specific Instructions.)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>2</u>	<u>13,500 SHARES CDI CORPORATION</u>	\$ <u>367,470.</u>	<u>12/31/02</u>
<u>3</u>	<u>200 SHARES CATO CORP</u>	\$ <u>4,278.</u>	<u>12/31/02</u>
<u>4</u>	<u>4,050 SHARES FAMILY DOLLAR STORES</u>	\$ <u>122,917.</u>	<u>12/31/02</u>
<u>5</u>	<u>9,268 SHARES DOLLAR GENERAL</u>	\$ <u>109,918.</u>	<u>12/31/02</u>
<u>6</u>	<u>5,668 SHARES WAL-MART</u>	\$ <u>283,117.</u>	<u>12/31/02</u>
<u>7</u>	<u>39,000 SHARES CDI CORPORATION</u>	\$ <u>960,765.</u>	<u>01/27/03</u>

JOHN WILLIAM POPE FOUNDATION

E.I.N. 58-1691765

2002 FORM PF-990

PART XV, LINE 3A, GRANTS CONTRIBUTIONS

<u>Recipient</u>	<u>Relation</u>	<u>Status</u>	<u>Purpose</u>	<u>Amount</u>
Accuracy in Academia	None	Public	Washington, DC 20008	\$1,000.00
American Academy for Liberal Education	None	Public	Washington, DC 20036	\$5,000.00
American Conservative Union Foundation	None	Public	Alexandria, VA 22314	\$5,000.00
American Council of Trustees/Alumni	None	Public	Washington, DC 20036-4525	\$10,000.00
Americans for Tax Reform Foundation	None	Public	Washington, DC 20036	\$2,500.00
Atlas Economic Research Foundation	None	Public	Fairfax, VA 22030-6812	\$50,000.00
Barium Springs Home for Children	None	Public	Barium Springs, NC 28010	\$500.00
Blessed Sacrament School	None	Public	Burlington, NC 27215	\$10,000.00
Blessed Sacrament School	None	Public	Burlington, NC 27215	Void
Capital Area Preservation - Mordecai House	None	Public	Raleigh, NC 27611-8072	\$1,000.00
Capitol Research Center	None	Public	Washington, NC 20036-1480	\$5,000.00
Carolina Ballet	None	Public	Raleigh, NC 27604	\$25,000.00
Center for Education Reform	None	Public	Washington, DC 20036	\$5,000.00
Center for Popular Culture	None	Public	Los Angeles, CA 90010	\$10,000.00
Chi Phi Fraternity	None	Public	Lilburn, GA 30047-6866	\$1,000.00
Citizens for a Sound Economy	None	Public	Washington, DC 20036	\$50,000.00
Citizens for a Sound Economy	None	Public	Washington, DC 20036	\$50,000.00
Citizens for a Sound Economy	None	Public	Washington, DC 20036	\$50,000.00
Committee for a Constructive Tomorrow	None	Public	Washington, DC 20035	\$1,000.00
Communities in Schools	None	Public	Raleigh, NC 27604	\$12,000.00
Competitive Enterprise Institute	None	Public	Washington, DC 20036	\$2,500.00
Conservative Political Action Conference	None	Public	Alexandria, VA 22314	\$500.00
Eagle Forum Education Center	None	Public	Alton, IL 60102	\$2,500.00
Faith Lutheran School	None	Public	Raleigh, NC 27604	\$50,000.00
Faith Lutheran School	None	Public	Raleigh, NC 27604	\$50,000.00
Foundation for Individual Rights in Education	None	Public	Philadelphia, PA 19106	\$5,000.00
Free Congress Foundation	None	Public	Washington, DC 20002	\$5,000.00
Full Gospel Tabernacle	None	Public	Lumberton, NC 28358	\$25,000.00
Godwin Presbyterian Church	None	Public	Godwin, NC 28344	\$2,000.00
Institute for Justice	None	Public	Washington, DC 20006	\$100,000.00
Institute for Justice	None	Public	Washington, DC 20006	\$30,000.00
Institute for Responsible Citizenship	None	Public	Washington, DC 20037	\$10,000.00
Intercollegiate Studies Institute, Inc.	None	Public	Wilmington, DE 19807-0431	\$10,000.00
John Locke Foundation	None	Public	Raleigh, NC 27601	\$6,500.00
John Locke Foundation	None	Public	Raleigh, NC 27601	\$104,166.66
John Locke Foundation	None	Public	Raleigh, NC 27601	\$104,166.66

JOHN WILLIAM POPE FOUNDATION

E.I.N. 58-1691765

2002 FORM PF-990

PART XV, LINE 3A, GRANTS CONTRIBUTIONS

<u>Recipient</u>	<u>Relation</u>	<u>Status</u>	<u>Purpose</u>	<u>Amount</u>
John Locke Foundation	None	Public	Raleigh, NC 27601	\$104,166.66
John Locke Foundation	None	Public	Raleigh, NC 27601	\$104,166.66
John Locke Foundation	None	Public	Raleigh, NC 27601	\$104,166.66
John Locke Foundation	None	Public	Raleigh, NC 27601	\$104,166.66
John Locke Foundation	None	Public	Raleigh, NC 27601	\$104,166.66
John Locke Foundation	None	Public	Raleigh, NC 27601	\$104,166.66
John Locke Foundation	None	Public	Raleigh, NC 27601	\$104,166.66
John Locke Foundation	None	Public	Raleigh, NC 27601	\$104,166.66
John Locke Foundation	None	Public	Raleigh, NC 27601	\$104,166.66
John Locke Foundation	None	Public	Raleigh, NC 27601	\$104,166.66
John Locke Foundation	None	Public	Raleigh, NC 27601	\$104,166.66
John Locke Foundation	None	Public	Raleigh, NC 27601	\$104,166.66
John Locke Foundation	None	Public	Raleigh, NC 27601	\$104,166.66
Kids Voting Wake County	None	Public	Raleigh, NC 27601	\$104,166.66
Mercatus Center	None	Public	Raleigh, NC 27605	\$1,000.00
Methodist Home for Children	None	Public	Arlington, VA 22201	\$5,000.00
National Association of Scholars	None	Public	Raleigh, NC 27605	\$1,000.00
National Association of Scholars	None	Public	Princeton, NJ 08542-3215	\$25,000.00
National Center for Policy Analysis	None	Public	Princeton, NJ 08542-3215	\$5,000.00
National Journalism Center	None	Public	Dallas, TX 75251	\$1,000.00
National Restaurant Association Ed. Foundation	None	Public	Herndon, VA 20170	\$5,000.00
NC Museum of History Associates	None	Public	Chicago, IL 60694-3300	\$10,000.00
North Carolina Aviation Museum	None	Public	Raleigh, NC 27611-5937	\$5,000.00
North Carolina Family Policy Council	None	Public	Asheboro, NC 27204	\$1,000.00
North Carolina Family Policy Council	None	Public	Raleigh, NC 27619	\$25,000.00
North Carolina Girl Scouts	None	Public	Raleigh, NC 27619	\$5,000.00
North Carolina Memorial Childrens Hospital	None	Public	Raleigh, NC 27612	\$5,000.00
	None	Public		Void
	None	Public	Raleigh, NC 27601	\$25,000.00
	None	Public	Raleigh, NC 27601	\$10,000.00
	None	Public	Broadway, NC 27505	\$5,000.00
	None	Public	Raleigh, NC 27629-1229	\$10,000.00
	None	Public	San Francisco, CA 94111	\$5,000.00
	None	Public	Media, PA 19063	\$75,000.00
	None	Public	Media, PA 19063	\$25,000.00
	None	Public		Void
	None	Public	Raleigh, NC 27607	\$1,000.00
	None	Public	Charlotte, NC 28262	\$5,000.00
	None	Public	Raleigh, NC 27605	\$25,000.00
	None	Public	Raleigh, NC 27615	\$25,000.00

Chapel Hill, NC

JOHN WILLIAM POPE FOUNDATION

E.I.N. 58-1691765

2002 FORM PF-990

PART XV, LINE 3A, GRANTS CONTRIBUTIONS

<u>Recipient</u>	<u>Relation</u>	<u>Status</u>	<u>Purpose</u>	<u>Amount</u>
Social Philosophy & Policy Center	None	Public	Bowling Green State University 225 Troup Street Bowling Green, OH 43403	\$1,000.00
Southeastern Legal Foundation	None	Public	3340 Peachtree Road NE, Ste 2515 Atlanta, GA 30326	\$1,000.00
The Acton Institute for the Study of Religion & Liberty	None	Public	Grand Rapids, MI 49503	\$1,000.00
The Asheville School	None	Public	Asheville, NC 28806	\$25,000.00
The Cato Institute	None	Public	Washington, DC 20001-5430	\$50,000.00
The Center Foundation	None	Public	Media, PA 19063	\$1,000.00
The Educational Foundation	None	Public	Chapel Hill, NC 27515	\$15,000.00
The Federalist Society	None	Public	Washington, DC 20036	\$5,000.00
The Foundation for Economic Education, Inc.	None	Public	Irvington-on-Hudson, NY 10533	\$1,000.00
The Fund for American Studies	None	Public	Washington, DC 20009	\$10,000.00
The Heritage Foundation	None	Public	Washington, DC 20002-4999	\$50,000.00
The Institute for Humane Studies	None	Public	Arlington, VA 22201	\$45,000.00
The Institute for Humane Studies	None	Public	Arlington, VA 22201	\$25,000.00
The Institute for Humane Studies	None	Public	Arlington, VA 22201	\$25,000.00
The Jesse Helms Center Foundation - Annual Fund	None	Public	Wingate, NC 28174-0247	\$25,000.00
The Jesse Helms Center Foundation - Endowment	None	Public	Wingate, NC 28174-0247	\$100,000.00
The Leadership Institute	None	Public	Arlington, VA 22201	\$10,000.00
The Leadership Institute	None	Public	Arlington, VA 22201	\$10,000.00
The Leadership Institute	None	Public	Arlington, VA 22201	Void
The Philanthropy Roundtable	None	Public	Washington, DC 20036	\$5,000.00
The Reason Foundation	None	Public	Los Angeles, CA 90034	\$20,000.00
The Tax Foundation	None	Public	Washington, DC 20036-3508	\$5,000.00
UCP Horizons Foundation	None	Public	Raleigh, NC 27683	\$500.00
United Way Of Vance County	None	Public	Henderson, NC 27536	\$5,000.00
University of North Carolina at Chapel Hill	None	Public	Chapel Hill, NC 27599-6105	\$12,500.00
University of North Carolina at Chapel Hill	None	Public	Chapel Hill, NC 27599-6105	\$1,102.50
Virginia Episcopal School	None	Public	Lynchburg, VA 24505	\$25,000.00
Washington Legal Foundation	None	Public	Washington, DC 20036	\$5,000.00
White Memorial Presbyterian Church	None	Public	Raleigh, NC 27608	\$50,000.00
Young Americans Foundation	None	Public	Herndon, VA 20170	\$5,000.00
YWCA	None	Public	Raleigh, NC 27604	\$2,500.00
Totals				<u>\$2,684,602.42</u>

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
VARIOUS	30,452.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	30,452.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
VARIOUS	73,179.	0.	73,179.
TOTAL TO FM 990-PF, PART I, LN 4	73,179.	0.	73,179.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	1,188.	1,188.		0.
TO FORM 990-PF, PG 1, LN 16B	1,188.	1,188.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	510.	510.		0.
TO FORM 990-PF, PG 1, LN 23	510.	510.		0.

FORM 990-PF

CORPORATE STOCK

STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CDI CORPORATION	228,350.	10,929,160.
NCNB SHARES	23,415.	632,240.
WALMART SHARES	2,286.	1,044,848.
CATO SHARES	2,300.	4,216.
FAMILY DOLLAR SHARES	663.	154,508.
DOLLAR GENERAL SHARES	2,147.	169,234.
TOTAL TO FORM 990-PF, PART II, LINE 10B	259,161.	12,934,206.

6/03

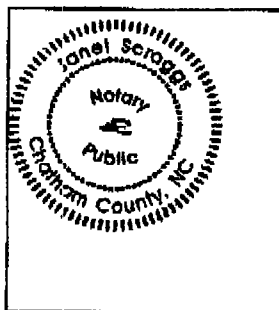
AFFIDAVIT OF PUBLICATIONNORTH CAROLINA.
Wake County.) ss.

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 hours at the Raleigh, North Carolina, by any person who desires within 100 days after publication of this notice of availability.
JOHN WILLIAM POPE FOUNDATION
Raleigh, NC 27615
James A. Pope - President
(773) 471-2206
N&O: July 28, 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.

✓