Form **990-PF**

Department of the Treasury
Internal Revenue Service

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. 1545-0047

2022

Open to Public Inspection

For calendar year 2022, or tax year beginning 01-01-2022 , and ending 12-31-2022

Name of foundation
The Butler Family Fund

A Employer identification number
52-1786778

Number and street (or P.O. box number if mail is not delivered to street address)
4200 Wisconsin Ave NW Ste 106-342

Room/suite

B Telephone number (see instructions)
(202) 463-8288

City or town, state or province, country, and ZIP or foreign postal code
Washington, DC 200162143

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ 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 ... ▶ ☐

H Check type of organization: ☑ Section 501(c)(3) exempt private foundation
☐ 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 .... ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), *line 16)* ▶$ 10,184,029

J Accounting method: ☑ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

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** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments	8,218	8,218		
	4	Dividends and interest from securities . . .	160,402	160,406		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	966,048			
	b	Gross sales price for all assets on line 6a 12,111,307				
	7	Capital gain net income (from Part IV, line 2) . . .		966,188		
	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) (attach schedule)				
	11	Other income (attach schedule)	250	11,602		
	12	**Total.** Add lines 1 through 11	1,134,918	1,146,414		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	132,500	0		132,500
	14	Other employee salaries and wages	58,157	0		58,157
	15	Pension plans, employee benefits	44,078	0		44,078
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	8,440	0		8,440
	c	Other professional fees (attach schedule)	85,466	80,467		4,999
	17	Interest				
	18	Taxes (attach schedule) (see instructions) . . .	19,168	1,507		0
	19	Depreciation (attach schedule) and depletion . . .	794	0		
	20	Occupancy	4,522	0		4,522
	21	Travel, conferences, and meetings	13,509	0		13,509
	22	Printing and publications				
	23	Other expenses (attach schedule)	23,473	1		23,473
	24	**Total operating and administrative expenses.** Add lines 13 through 23	390,107	81,975		289,678
	25	Contributions, gifts, grants paid	1,020,008			1,020,008
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,410,115	81,975		1,309,686
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-275,197			
	b	**Net investment income** (if negative, enter -0-)		1,064,439		
	c	**Adjusted net income** (if negative, enter -0-) . . .				

Part II	Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets 1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	881,429	229,054	229,054
3	Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	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 (attach schedule)	0	1,443,097	1,443,097
b	Investments—corporate stock (attach schedule)	9,857,937	5,585,635	5,585,635
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	3,470,913	2,924,246	2,924,246
14	Land, buildings, and equipment: basis ▶ 3,972			
	Less: accumulated depreciation (attach schedule) ▶ 1,975	2,791	1,997	1,997
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	14,213,070	10,184,029	10,184,029
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)	2,404	0	
23	**Total liabilities**(add lines 17 through 22)	2,404	0	
Net Assets or Fund Balances	**Foundations that follow FASB ASC 958, check here** ▶ ☑ **and complete lines 24, 25, 29 and 30.**			
24	Net assets without donor restrictions	13,683,666	10,184,029	
25	Net assets with donor restrictions	527,000	0	
	Foundations that do not follow FASB ASC 958, check here ▶ ☐ **and complete lines 26 through 30.**			
26	Capital stock, trust principal, or current funds			
27	Paid-in or capital surplus, or land, bldg., and equipment fund			
28	Retained earnings, accumulated income, endowment, or other funds			
29	**Total net assets or fund balances** (see instructions)	14,210,666	10,184,029	
30	**Total liabilities and net assets/fund balances** (see instructions)	14,213,070	10,184,029	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return)	1	14,210,666
2	Enter amount from Part I, line 27a	2	-275,197
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	13,935,469
5	Decreases not included in line 2 (itemize) ▶	5	3,751,440
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29	6	10,184,029

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.)
1 a	Publicly traded securities	P		
b	Partnership gains/ losses less amounts reported on 990-T	P		
c	Capital Gains Dividends	P		
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	12,104,497		11,145,259	959,238
b				140
c	6,810			6,810
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) **or** Losses (from col.(h))
a				959,238
b				140
c				6,810
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	966,188
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary–see instructions)**			1	14,796
b	All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations enter 4% (0.04) of Part I, line 12, col. (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0
3	Add lines 1 and 2			3	14,796
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	14,796
6	Credits/Payments:				
a	2022 estimated tax payments and 2021 overpayment credited to 2022	6a	11,240		
b	Exempt foreign organizations—tax withheld at source	6b	0		
c	Tax paid with application for extension of time to file (Form 8868)	6c	7,334		
d	Backup withholding erroneously withheld	6d	0		
7	Total credits and payments. Add lines 6a through 6d			7	18,574
8	Enter any **penalty** for underpayment of estimated tax. Check here ☑ if Form 2221 is attached.			8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	3,778
11	Enter the amount of line 10 to be: **Credited to 2023 estimated tax** ▶ 3,778	**Refunded** ▶		11	0

Part VI-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition.	1b		No
	*If the answer is "Yes" to **1a** or **1b,** attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0 **(2)** On foundation managers. ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	Yes	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XIV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ DC			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2022 or the taxable year beginning in 2022? See the instructions for Part XIII. If "Yes," complete Part XIII	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

Part VI-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶https://www.butlerfamilyfund.org/

14 The books are in care of ▶The Foundation Telephone no. ▶(202) 463-8288

Located at ▶4200 Wisconsin Ave NW Ste 106-342 Washington DC ZIP+4 ▶200162143

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

			Yes	No
16	At any time during calendar year 2022, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	1a(1)		No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	1a(2)		No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1a(3)		No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a(4)		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)?	1a(5)		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.)	1a(6)		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	1b		
c	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
d	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2022?	1d		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2022, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2022?	2a		No
	If "Yes," list the years ▶ 20___, 20___, 20___, 20___			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20___, 20___, 20___, 20___			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a		No
b	If "Yes," did it have excess business holdings in 2022 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2022.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2022?	4b		No

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

		Line	Yes	No
5a	During the year did the foundation pay or incur any amount to:			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	5a(1)		No
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	5a(2)		No
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	5a(3)		No
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	5a(4)		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?	5a(5)		No
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	5b		
c	Organizations relying on a current notice regarding disaster assistance check ▶ ☐			
d	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? *If "Yes," attach the statement required by Regulations section 53.4945–5(d).*	5d		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	6a		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.*	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	7a		No
b	If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		
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 during the year?	8		No

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
Molly Schultz 4200 Wisconsin Avenue NW Suite 106-342 Washington, DC 20016	Executive Director 40.00	132,500	13,250	9,000
Eve Wildrick 4200 Wisconsin Avenue NW Suite 106-342 Washington, DC 20016	President 5.00	0	0	0
Lucia Horan Drummond 4200 Wisconsin Avenue NW Suite 106-342 Washington, DC 20016	Director 2.00	0	0	0
Alexandra Hirsch 4200 Wisconsin Avenue NW Suite 106-342 Washington, DC 20016	Director 2.00	0	0	0
Remy Klein 4200 Wisconsin Avenue NW Suite 106-342 Washington, DC 20016	Director 2.00	0	0	0
Rebecca Morrison 4200 Wisconsin Avenue NW Suite 106-342 Washington, DC 20016	Director 2.00	0	0	0
Lisa Siegel 4200 Wisconsin Avenue NW Suite 106-342 Washington, DC 20016	Director 2.00	0	0	0
Jody Snider 4200 Wisconsin Avenue NW Suite 106-342 Washington, DC 20016	Director 2.00	0	0	0

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
Anne Morin 4200 Wisconsin Avenue NW Suite 106-342 Washington, DC 20016	Associate Director 25.00	58,157	5,816	0

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

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

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

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

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

Part VIII- Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	11,181,629
b	Average of monthly cash balances	1b	416,139
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	11,597,768
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	11,597,768
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	173,967
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3.	5	11,423,801
6	**Minimum investment return.** Enter 5% (0.05) of line 5	6	571,190

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

1	Minimum investment return from Part IX, line 6	1	571,190
2a	Tax on investment income for 2022 from Part V, line 5 — 2a: 14,796		
b	Income tax for 2022. (This does not include the tax from Part V.) — 2b: 2,225		
c	Add lines 2a and 2b	2c	17,021
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	554,169
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	554,169
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 XII, line 1	7	554,169

Part XI Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	1,309,686
b	Program-related investments—total from Part VIII-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 XII, line 4.	4	1,309,686

Part XII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2021	(c) 2021	(d) 2022
1 Distributable amount for 2022 from Part X, line 7					554,169
2 Undistributed income, if any, as of the end of 2022:					
a Enter amount for 2021 only.				0	
b Total for prior years: 20___ , 20___ , 20___			0		
3 Excess distributions carryover, if any, to 2022:					
a From 2017.	222,929				
b From 2018.	646,014				
c From 2019.	814,129				
d From 2020.	748,837				
e From 2021.	161,502				
f **Total** of lines 3a through e		2,593,411			
4 Qualifying distributions for 2022 from Part XI, line 4: ▶ $ 1,309,686					
a Applied to 2021, 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 2022 distributable amount					554,169
e Remaining amount distributed out of corpus		755,517			
5 Excess distributions carryover applied to 2022. *(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:**					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		3,348,928			
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 2021. Subtract line 4a from line 2a. Taxable amount—see instructions				0	
f Undistributed income for 2022. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2023					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)		0			
8 Excess distributions carryover from 2017 not applied on line 5 or line 7 (see instructions) . . .		222,929			
9 **Excess distributions carryover to 2023.** Subtract lines 7 and 8 from line 6a		3,125,999			
10 Analysis of line 9:					
a Excess from 2018	646,014				
b Excess from 2019	814,129				
c Excess from 2020. . . .	748,837				
d Excess from 2021	161,502				
e Excess from 2022	755,517				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2022, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2022	**(b)** 2021	**(c)** 2020	**(d)** 2019	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed					
b 85% (0.85) of line 2a					
c Qualifying distributions from Part XI, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: **a** "Assets" alternative test—enter: **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part IX, line 6 for each year listed . .					
c "Support" alternative test—enter: **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

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

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

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

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

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:

Part XIV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Action Center on Race and the Economy Institute (ACRE Institute) 1901 West Carroll Avenue Chicago, IL 60630	None	P C	for research and support to campaigns at the intersection of Housing Justice and Criminal Legal reform.	30,000
Action St Louis 1041 N Vandeventer Avenue St Louis, MO 63113	None	P C	Action St. Louis advocates for policies that expand affordable housing and protect tenants from landlords abuse and neglect.	25,000
Hmong American Women's Association Fiscal sponsor for African American Ro 6918 W Brown Deer Road Milwaukee, WI 53223	None	P C	OAK Grant: African American Roundtable organizes to reduce the funds in the Milwaukee city budget for harmful police practices and reallocate the funds towards community-identified priorities.	50,000
African Communities Together 127 West 127th Street Suite 221 New York, NY 10027	None	P C	To expand organizing among African immigrant tenants in Northern Virginia against displacement and loss of affordable housing units.	25,000
Austin Justice Coalition 1603 E 38th 1/2 Street Austin, TX 78722	None	P C	Oak grant: to Austin Justice Coalition organize for affordable housing and against increased investment in the police and criminal legal system.	50,000
Communities of Color United 701 Tillery Road Suite A-1 Austin, TX 78702	None	P C	Communities of Color United works to implement the recommendations of Austins Reimagining Public Safety Task Force.	30,000
New Venture Fund Fiscal Sponsor for Community Resource Hub 5048 Cedar Avenue Philadelphia, PA 19143	None	P C	OAK Grant: Community Resource Hub provides resources and tools to increase the capacity of local organizers to win their campaigns	50,000
Community Resource Initiative 3012 16th Street Suite 211 San Francisco, CA 94103	None	P C	Community Resource Initiative works to support mitigation efforts that challenge the death penalty and its adverse impacts on community and family stability.	25,000
Social and Environmental Entrepreneurs (SEE) Fiscal Sponsor for CURB (Cal 7625 S Central Avenue Los Angeles, CA 90001	None	P C	CURB supports a statewide coalition in California advancing the transformation of the state's criminal legal system.	25,000
GoodNation Foundation Fiscal Sponsor for Democratizing Justice Innovation 100 Crosby Street Suite 301 New York, NY 10012	None	P C	FS Goodnation Foundation	10,000
Detroit Justice Center 1420 Washington Boulevard Suite 301 Detroit, MI 48226	None	P C	Detroit Justice Centers community lawyering program works alongside the community to transform the criminal legal system, create economic opportunities, and promote equitable and just cities.	25,000
Ella Baker Center for Human Rights 344 40th Street Oakland, CA 94609	None	P C	General operating support, including work to divest resources from the criminal legal system and invest them in communities.	30,000
Faith in Indiana 1100 W 42nd Street Suite 350 Inidianapolis, IN 46208	None	P C	OAK grant: A joint project of Faith in Indiana and the Iman Center to advance housing justice and win a fully funded statewide non-police crisis response system.	50,000
	None	P C	OAK GRANT: Funders for	50,000

Social and Environmental Entrepreneurs (SEE) Fiscal Sponsor for Funders f c/o SEE 23564 Calabasas Road Suite 201 Calabasas, CA 91302			Justice is updating and launching a toolkit for grantmakers, donors, and funder affinity groups, to divest from the criminal legal system and invest in community-identified priorities.	
Justice 4 Housing 41 Riound Hill Street Jamaica Plain, MA 02130	None	PC	for outreach, organizing and advocacy to build community power, advance community goals and increase housing options for justice-involved individuals.	20,000
KC Tenants 620 E Armour Boulevard Kansas City, MO 64109	None	PC	KC Tenants organizes to ensure that everyone in Kansas City has a safe, accessible, and genuinely affordable home.	25,000
NEO Philanthropy Fiscal Sponsor for Law for Black Lives 45 W 36th Street 6th Floor New York, NY 10018	None	PC	L4BL organizes, conducts budget analysis, supports capacity development, and creates new narratives with the goal of moving money out of the criminal legal system and into community investments.	25,000
Tides Foundation Fiscal Sponsor for Life After Release 4710 Aith Place Camp Springs, MD 20744	None	PC	Life After Release seeks to build a post-conviction movement aimed at getting people out of prison and off parole and probation.	20,000
Tides Center Fiscal Sponsor for MHAction PO Box 889385 Los Angeles, CA 900889385	None	PC	MHAction works to organize manufactured home communities and protect tenants economic security and health.	25,000
Common Counsel Foundation Fiscal Sponsor for Movement for Black Lives 1624 Franklin Street 1022 Oakland, CA 94612	None	PC	General operating support for hub to coordinate actions, messages, and campaigns to influence policy and systems that impact Black people.	30,000
NOAH - Nashville Organized for Action & Hope PO Box 331144 Nashville, TN 37203	None	PC	OAK grant: to conduct outreach, organizing, and advocacy to build community power and advance community goals.	50,000
One DC 1344 T Street NW Washington, DC 20001	None	PC	to advance, develop, and preserve racial justice and economic equity by fighting economic disenfranchisement among Black and working-class communities in the District of Columbia.	25,000
People's Action Institute 1130 N Milwaukee Avenue Chicago, IL 60642	None	PC	The Homes Guarantee Campaign works towards safe, accessible, sustainable, and permanently affordable housing for everyone.	15,000
Highlander Research & Education Center Fiscal Sponsor for People's Advoc PO Box 736 Jackson, MS 39201	None	PC	to incubate community driven, designed and led criminal legal reform policy, practice and programs in Mississippi.	25,000
Private Equity Stakeholders Project 2513 N Central Park Avenue Chicago, IL 60647	None	PC	General operating support to challenge evictions, rent increases and foreclosures by corporate landlords during and after the COVID-19 pandemic.	20,000
Project South Fiscal Sponsor for Southern Power Fund 9 Gammon Avenue Atlanta, GA 30315	None	PC	Project support dedicated to the Southern Power Fund to support grassroots organizations led by Black, Latinx, Immigrant, LGBQTI, low-income and rural people across the US South.	24,500
Right to the City Fiscal Sponsor for Homes for All South 388 Atlantic Avenue 2nd Floor Brooklyn, NY 11217	None	PC	Restricted to Homes for All South, a network of member-led, grassroots housing justice organizations in the South.	25,000
Southern Center for Human Rights	None	PC	Project support dedicated to supporting the death penalty	20,000

83 Poplar Street NW Atlanta, GA 30303			abolition movement in Black communities across the South through organizing, outreach, and education.	
Texas Center for Justice and Equity 1714 Fortview Road Suite 104 Austin, TX 78704	None	PC	to conducts community outreach, organizing, and advocacy to shrink the criminal punishment system and foster safer communities.	15,000
Texas Organizing Project PO Box 120296 San antonio, TX 78212	None	PC	Texas organizing Project organizes community-led campaigns to stabilize housing in low income Black and Latino communities.	25,000
VOCAL-NY PO Box 170374 Brooklyn, NY 11217	None	PC	VOCAL-NY is a statewide grassroots membership organization that builds power among low-income people directly impacted by HIV/AIDS, the drug war, mass incarceration, and homelessness.	25,000
We are Down Home PO Box 10694 Greensboro, NC 27404	None	PC	OAK Grant: for leadership development, civic engagement, and multiracial movement building across rural and urban areas in North Carolina.	50,000
Social and Environmental Entrepreneurs (SEE) Fiscal Sponsor for Women on PO Box 90338 East point, GA 30364	None	PC	Oak Grant: Women on the Rise, through the Communities over Cages campaign, works to close an Atlanta jail and repurpose the building for community-identified programs.	50,000
Youth Sentencing and Reentry Project 1528 Walnut Street Suite 515 Philadelphia, PA 19102	None	PC	General support for resentencing and reentry for former youth sentenced to life in prison.	15,000
Bennington College One College Drive Bennington, VT 05201	None	PC	for the Prison Education Initiative	800
Black Voters Matter Capacity Building Institute 3390 Stonewall Tell Road Atlanta, GA 30349	None	PC	for general support	500
Brooklyn Public Library 10 Grand Army Plaza Brooklyn, NY 11238	None	PC	for Justice Initiatives	350
Housing Plus 4 West 43rd Street Suite 316 New York, NY 100367408	None	PC	for general support	850
Insight Garden Program 2081 Center Street Berkeley, CA 94704	None	PC	for general support	1,000
Saint's House 3541 Altis Cir N Hialeah, FL 33018	None	PC	for general support	500
Surveillance Technology Oversight Project 40 Rector Street Floor 9 New York, NY 10006	None	PC	for general support	2,500
Texas Civil Rights Project PO Box 17757 Austin, TX 78760	None	PC	ending cash bail	2,500
The Trace PO Box 24532 Brookly, NY 11202	None	PC	for general support	1,500
Women's Reproductive Rights	None	PC	for general support	2,500

Assistance Project 2633 Lincoln Blvd Santa Monica, C A 90405				
Women's Reproductive Rights Assistance Project 2633 Lincoln Blvd Santa Monica, C A 90405	None	P C	for general support	2,000
Wellesley Scholarship Foundation PO Box 81207 Wellesley, M A 02481	None	P C	charitable contribution	258
Wesleyan University 45 Wyllys Ave Middletown, C T 06459	None	P C	charitable contribution	250
Total . . . . ▶ **3a**				1,020,008
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XV-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion 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	8,218	
4 Dividends and interest from securities			14	160,402	
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	966,048	
9 Net income or (loss) from special events:					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a Honorarium	900099		01	250	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0		1,134,918	0

13 Total. Add line 12, columns (b), (d), and (e) 13 1,134,918

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

Part XV-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XV-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

Part XVI 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) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash.	**1a(1)**		**No**
(2) Other assets.	**1a(2)**		**No**
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		**No**
(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		**No**
(3) Rental of facilities, equipment, or other assets.	**1b(3)**		**No**
(4) Reimbursement arrangements.	**1b(4)**		**No**
(5) Loans or loan guarantees.	**1b(5)**		**No**
(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		**No**
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		**No**

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 foundation. If the foundation 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.

(a) Line No.	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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

Sign Here

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

Signature of officer or trustee	Date	Title
	2023-10-23	

May the IRS discuss this return with the preparer shown below? See instructions. ☐ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
Lori A Collingsworth		2023-10-20		P00639819

Firm's name ▶ Rogers & Company PLLC — Firm's EIN ▶58-2676261

Firm's address ▶ 8300 Boone Boulevard Suite 600
Vienna, V A 22182 — Phone no. (703) 893-0300

Additional Data

Return to Form

Software ID:
Software Version:

Form 990PF - Special Condition Description:

Special Condition Description

TY 2022 IRS 990 e-File Render

Name: The Butler Family Fund

EIN: 52-1786778

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting fees- financial statements and 990	6,640	0		6,640
Accounting fees- quarterly outsourced accounting	1,800	0		1,800

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2022 IRS 990 e-File Render

Name: The Butler Family Fund

EIN: 52-1786778

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
Dell Optiplex 7010	2013-05-07	1,071	1,071	SL	5.000000000000	0	0		
Dell Optiplex 7010	2013-05-20	1,194	1,194	SL	5.000000000000	0	0		
Laptop	2020-09-10	1,969	613	SL	5.000000000000	394	0		
Laptop	2020-09-30	2,003	568	SL	5.000000000000	400	0		

TY 2022 IRS 990 e-File Render

Name: The Butler Family Fund

EIN: 52-1786778

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Corporate Stock Investments	5,585,635	5,585,635

TY 2022 IRS 990 e-File Render

Name:	The Butler Family Fund
EIN:	52-1786778
US Government Securities - End of Year Book Value:	335,298
US Government Securities - End of Year Fair Market Value:	335,298
State & Local Government Securities - End of Year Book Value:	1,107,799
State & Local Government Securities - End of Year Fair Market Value:	1,107,799

TY 2022 IRS 990 e-File Render

Name: The Butler Family Fund

EIN: 52-1786778

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Mutual Fund Investments	FMV	190,680	190,680
Exchange Traded Funds	FMV	2,226,844	2,226,844
Private Equity Funds	FMV	506,722	506,722

TY 2022 IRS 990 e-File Render

Name: The Butler Family Fund

EIN: 52-1786778

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Laptop	1,969	1,007	962	
Laptop	2,003	968	1,035	

TY 2022 IRS 990 e-File Render

Name: The Butler Family Fund

EIN: 52-1786778

Description	Amount
Unrealized appreciation (depreciation) in FMV of investments	3,751,440

TY 2022 IRS 990 e-File Render

Name: The Butler Family Fund

EIN: 52-1786778

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bank charges	163	0		163
Dues and subscriptions	13,245	0		13,245
File storage	495	0		495
Insurance	2,977	0		2,977
Miscellaneous expenses	175	0		175
Office expense	1,601	0		1,601
Postage	574	0		574
Professional development	2,925	0		2,925
Quickbooks annual fee	1,318	0		1,318
Partnership other deductions	0	1		0

TY 2022 IRS 990 e-File Render

Name: The Butler Family Fund

EIN: 52-1786778

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Partnership ordinary business income (loss) less amount reported on 990-T		11,424	
Partnership other investment income less amount reported on 990-T		178	
Honorarium	250		250

TY 2022 IRS 990 e-File Render

Name: The Butler Family Fund

EIN: 52-1786778

Description	Beginning of Year - Book Value	End of Year - Book Value
Unclaimed property liability (stale checks)	2,404	0

TY 2022 IRS 990 e-File Render

Name: The Butler Family Fund

EIN: 52-1786778

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Consultant fees- financial advisors	750	750		0
Investment management fees	79,717	79,717		0
Payroll processing fees	1,999	0		1,999
Professional services- Website design contract	3,000	0		3,000

TY 2022 IRS 990 e-File Render

Name: The Butler Family Fund

EIN: 52-1786778

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign taxes investments	1,507	1,507		0
Excise tax based upon investment income	17,661	0		0