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
2024
Open to Public Inspection

For calendar year 2024, or tax year beginning 01-01-2024 , and ending 12-31-2024

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) Room/suite
4200 Wisconsin Ave NW Ste 106-342

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)* ▶$ 10,826,847

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)	0			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments	48,926	48,926		
	4	Dividends and interest from securities . . .	190,350	199,803		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	2,610,515			
	b	Gross sales price for all assets on line 6a 11,877,406				
	7	Capital gain net income (from Part IV, line 2) . . .		2,612,616		
	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)	0	27,025		
	12	**Total.** Add lines 1 through 11	2,849,791	2,888,370		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	144,944	0		144,944
	14	Other employee salaries and wages	63,620	0		63,620
	15	Pension plans, employee benefits	47,387	0		47,387
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	8,010	0		8,010
	c	Other professional fees (attach schedule)	93,312	78,812		14,500
	17	Interest				
	18	Taxes (attach schedule) (see instructions) . . .	32,300	0		0
	19	Depreciation (attach schedule) and depletion . . .	795	0		
	20	Occupancy	4,929	0		4,929
	21	Travel, conferences, and meetings	12,391	0		12,391
	22	Printing and publications				
	23	Other expenses (attach schedule)	12,940	8,772		12,940
	24	**Total operating and administrative expenses.** Add lines 13 through 23	420,628	87,584		308,721
	25	Contributions, gifts, grants paid	809,000			809,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,229,628	87,584		1,117,721
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	1,620,163			
	b	**Net investment income** (if negative, enter -0-)		2,800,786		
	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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	262,956	92,475	92,475
	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)	917,088	849,374	849,374
	b	Investments—corporate stock (attach schedule)	5,427,462	47,024	47,024
	c	Investments—corporate bonds (attach schedule)	496,945	470,489	470,489
	11	Investments—land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	3,829,292	9,367,078	9,367,078
	14	Land, buildings, and equipment: basis ▶ 3,972			
		Less: accumulated depreciation (attach schedule) ▶ 3,565	1,202	407	407
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	10,934,945	10,826,847	10,826,847
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow FASB ASC 958, check here** ▶ ☑ **and complete lines 24, 25, 29 and 30.**			
	24	Net assets without donor restrictions	10,934,945	10,826,847	
	25	Net assets with donor restrictions			
		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)	10,934,945	10,826,847	
	30	**Total liabilities and net assets/fund balances** (see instructions)	10,934,945	10,826,847	

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	10,934,945
2	Enter amount from Part I, line 27a	2	1,620,163
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	12,555,108
5	Decreases not included in line 2 (itemize) ▶	5	1,728,261
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29.	6	10,826,847

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			
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	11,844,946		9,266,891	2,578,055
b				2,101
c	32,460			32,460
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col. (h) gain minus col. (k), but not less than -0-) **or** Losses (from col.(h))
	(i) F.M.V. as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col. (i) over col. (j), if any	
a				2,578,055
b				2,101
c				32,460
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**	2,612,616
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**	38,931
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**	38,931
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**	38,931
6	Credits/Payments:				
a	2024 estimated tax payments and 2023 overpayment credited to 2024	**6a**	17,994		
b	Exempt foreign organizations—tax withheld at source	**6b**	0		
c	Tax paid with application for extension of time to file (Form 8868) . . .	**6c**	22,000		
d	Backup withholding erroneously withheld	**6d**	0		
7	Total credits and payments. Add lines 6a through 6d	**7**	39,994		
8	Enter any **penalty** for underpayment of estimated tax. Check here ☑ if Form 2220 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**	1,063		
11	Enter the amount of line 10 to be: **Credited to 2025 estimated tax** ▶ 1,063 **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 2024 or the taxable year beginning in 2024? 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
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 2024, 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 country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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 2024?	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 2024, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2024?	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 2024 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 2024.)*	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 2024?	4b		No

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

			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 Ave NW STE 106-342 Washington, DC 20016	Executive Director 40.00	144,944	14,494	9,000
Eve Wildrick 4200 Wisconsin Ave NW STE 106-342 Washington, DC 20016	President 5.00	0	0	0
Joanne Snider 4200 Wisconsin Ave NW STE 106-342 Washington, DC 20016	Treasurer 2.00	0	0	0
Jennifer Gavin 4200 Wisconsin Ave NW STE 106-342 Washington, DC 20016	Trustee 2.00	0	0	0
Rebecca Morrison 4200 Wisconsin Ave NW STE 106-342 Washington, DC 20016	Vice President 2.00	0	0	0
Lucia Horan 4200 Wisconsin Ave NW STE 106-342 Washington, DC 20016	Trustee 2.00	0	0	0
Lisa Siegel 4200 Wisconsin Ave NW STE 106-342 Washington, DC 20016	Secretary 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 24.00	63,620	6,362	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	10,952,164
b	Average of monthly cash balances		1b	123,950
c	Fair market value of all other assets (see instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	11,076,114
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	11,076,114
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)		4	166,142
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3.		5	10,909,972
6	**Minimum investment return.** Enter 5% (0.05) of line 5		6	545,499

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	545,499
2a	Tax on investment income for 2024 from Part V, line 5	2a 38,931		
b	Income tax for 2024. (This does not include the tax from Part V.)	2b 2,904		
c	Add lines 2a and 2b		2c	41,835
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	503,664
4	Recoveries of amounts treated as qualifying distributions		4	0
5	Add lines 3 and 4		5	503,664
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	503,664

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	1,117,721
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	1,117,721

Part XII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2023	(c) 2023	(d) 2024
1 Distributable amount for 2024 from Part X, line 7					503,664
2 Undistributed income, if any, as of the end of 2024:					
a Enter amount for 2023 only.				0	
b Total for prior years: 20 ___ , 20___ , 20___			0		
3 Excess distributions carryover, if any, to 2024:					
a From 2019.	814,129				
b From 2020.	748,837				
c From 2021.	161,502				
d From 2022.	755,517				
e From 2023.	753,672				
f **Total** of lines 3a through e		3,233,657			
4 Qualifying distributions for 2024 from Part XI, line 4: ▶ $ 1,117,721					
a Applied to 2023, 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 2024 distributable amount					503,664
e Remaining amount distributed out of corpus		614,057			
5 Excess distributions carryover applied to 2024. *(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		3,847,714			
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 2023. Subtract line 4a from line 2a. Taxable amount—see instructions				0	
f Undistributed income for 2024. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2025					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 2019 not applied on line 5 or line 7 (see instructions) . . .		814,129			
9 **Excess distributions carryover to 2025.** Subtract lines 7 and 8 from line 6a		3,033,585			
10 Analysis of line 9:					
a Excess from 2020	748,837				
b Excess from 2021	161,502				
c Excess from 2022. . . .	755,517				
d Excess from 2023	753,672				
e Excess from 2024	614,057				

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 2024, 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) 2024	**(b)** 2023	**(c)** 2022	**(d)** 2021	
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 XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Action Center on Race and the Economy Institute (ACRE Institute) 1901 West Carroll Avenue Chicago, IL 60630	None	PC	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	PC	Action St. Louis advocates for policies that expand affordable housing and protect tenants from landlords abuse and neglect.	25,000
African American Roundtable 6918 W Brown Deer Road Milwaukee, WI 53223	None	PC	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
Austin Justice Coalition 1603 E 38th 1/2 Street Austin, TX 78722	None	PC	To organize for affordable housing and against increased investment in the police and criminal legal system.	50,000
Black Lives Matter Oklahoma City 3709 Springlake Drive Oklahoma City, OK 73111	None	PC	BLM OKCs Death Penalty Moratorium Project is working to end the death penalty in Oklahoma.	20,000
Community Resource Hub 5048 Cedar Avenue Philadelphia, PA 19143	None	PC	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	PC	Community Resource Initiative works to support mitigation efforts that challenge the death penalty and its adverse impacts on community and family stability.	25,000
Community Transforming Policing Fund c/o Borealis Philanthropy PO Box 3295 Minneapolis, MN 55403	None	PC	CTFP is a donor collaborative housed at Borealis Philanthropy that supports groups working to build power, increase police accountability and create preventive, transformative community-based safety strategies.	75,000
Democratizing Justice Innovation Fund 100 Crosby Street Suite 301 New York, NY 10012	None	PC	FS Goodnation Foundation	25,000
Funders for Justice c/o SEE 23564 Calabasas Road Suite 201 Calabasas, CA 91302	None	PC	FFJ is a national network and organizing platform of funders working to build transformative community safety and justice systems, including divesting from the criminal legal system and investing in community-identified priorities.	50,000
HouseUS Fund c/o Amalgamated Charitable Foundation 1825 K Street NW Washington, DC 200061202	None	PC	HouseUs supports tenant organizing and tenant power as a pathway towards achieving safe, affordable, sustainable housing for all.	100,000
Inquilinxs Unidxs por Justicia 3715 Chicago Avenue S Minneapolis, MN 55407	None	PC	X organizes Minneapolis low-income, BIPOC, and immigrant tenants to strategize, advocate and mobilize for a safe and affordable housing.	25,000
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	25,000

			individuals.	
KC Tenants 620 E Armour Boulevard Kansas City, M O 64109	None	P C	KC Tenants organizes to ensure that everyone in Kansas City has a safe, accessible, and genuinely affordable home.	25,000
Life After Release 4710 Aith Place Camp Springs, M D 20744	None	P C	Life After Release seeks to build a post-conviction movement aimed at getting people out of prison and off parole and probation.	25,000
MHAction PO Box 889385 Los Angeles, C A 900889385	None	P C	MHAction works to organize manufactured home communities and protect tenants economic security and health.	25,000
Miami Workers Center 745 NW 54th Street Miami, FL 33137	None	P C	Miami Workers Center organizes and mobilizes working-class families, predominately Black and brown immigrant women-headed households in Miami Dade to build the power and capacity of renter communities.	25,000
NOAH - Nashville Organized for Action & Hope 531 Fairground Court Nashville, T N 37211	None	P C	to conduct outreach, organizing, and advocacy to build community power and advance community goals.	50,000
People's Advocacy Institute 190 E Capitol Street Suite 460 Jackson, M S 39201	None	P C	to incubate community driven, designed and led criminal legal reform policy, practice and programs in Mississippi. FS Highlander Center	25,000
Public Advocates 131 Steuart Street Suite 300 San Francisco, C A 941051241	None	P C	General operating support for Alliance for Housing Justice, a network of grassroots organizing groups centering housing as a human right.	25,000
Texas Center for Justice and Equity 1714 Fortview Road Suite 104 Austin, T X 78704	None	P C	TCJE conducts community outreach, organizing, and advocacy to shrink the criminal punishment system and foster safer communities.	20,000
Texas Organizing Project PO Box 120296 San antonio, T X 78212	None	P C	Texas Organizing Project organizes community-led campaigns to stabilize housing in low income Black and Latino communities.	25,000
A New Way of Life PO Box 875288 Los Angeles, C A 90087	None	P C	for general operating support	2,500
Brooklyn Public Library 10 Grand Army Plaza Brooklyn, N Y 11238	None	P C	for the TeleStory Project	500
Facing History and Ourselves National Foundation 16 Hurd Road Brookline, M A 02445	None	P C	for general operating support	2,000
Georgia Stand-Up 501 Pulliam Street SW Atlanta, G A 30312	None	P C	for general operating support	2,500
Hood Code 1280 Lexington Aveneu STE 2 New York, N Y 10028	None	P C	for general operating support	1,000
Mending a Life Huru International 15 West 26th Street 11th Floor New York, N Y 10010	None	P C	for general operating support	1,000
Movement Liberation (FS Commonweal) PO Box 316 Bolinas, C A 94924	None	P C	for general operating support	500
	None	P C	for general operating support	1,500

The Birthday Party Project 2143 Farrington Dallas, TX 75207				
The Golden Bridge PO Box 7478 Boulder, CO 80306	None	PC	For the BIPOC Scholarship Fund	2,000
The Trace 435 Merchant Walk Square suite 300-74 Charlottesville, VA 22902	None	PC	for general operating support	500
Total . . . . ▶ **3a**				809,000
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	48,926	
4 Dividends and interest from securities			14	190,350	
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	2,610,515	
9 Net income or (loss) from special events:					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0		2,849,791	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 2,849,791

(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
	2025-09-14	

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		2025-09-08		P00639819

Firm's name ▶ Rogers & Company PLLC	Firm's EIN ▶58-2676261
Firm's address ▶ 8300 Boone Boulevard Suite 600 Vienna, VA 22182	Phone no. (703) 893-0300

Additional Data

Return to Form

Software ID:
Software Version:

Form 990PF - Special Condition Description:

Special Condition Description

TY 2024 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- tax preparation	5,910	0		5,910
Accounting fees- quarterly outsourced accounting	2,100	0		2,100

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

TY 2024 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
Laptop	2020-09-10	1,969	1,401	SL	5.000000000000	394	0		
Laptop	2020-09-30	2,003	1,369	SL	5.000000000000	401	0		

TY 2024 IRS 990 e-File Render

Name: The Butler Family Fund

EIN: 52-1786778

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Fixed Income- Corporate Bonds	470,489	470,489

TY 2024 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	47,024	47,024

TY 2024 IRS 990 e-File Render

Name:	The Butler Family Fund
EIN:	52-1786778
US Government Securities - End of Year Book Value:	849,374
US Government Securities - End of Year Fair Market Value:	849,374
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

TY 2024 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	865,862	865,862
Exchange Traded Funds	FMV	7,780,654	7,780,654
Private Equity Funds	FMV	720,562	720,562

TY 2024 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	1,795	174	
Laptop	2,003	1,770	233	

TY 2024 IRS 990 e-File Render

Name: The Butler Family Fund

EIN: 52-1786778

Description	Amount
Unrealized appreciation (depreciation) in FMV of investments	1,728,261

TY 2024 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	29	0		29
Dues and subscriptions	4,230	0		4,230
Insurance	3,265	0		3,265
Miscellaneous expenses	50	0		50
Office expense	1,808	0		1,808
Postage	540	0		540
Professional development	350	0		350
Quickbooks annual fee	2,074	0		2,074
Licensing Fees	80	0		80
AMEX and other fees	514	0		514
Partnership other deductions related to investment income (non UBI)	0	8,772		0

TY 2024 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		23,179	
Partnership other investment income less amount reported on 990-T		3,846	

TY 2024 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
Professional fees- JustFund	12,000	0		12,000
Investment management fees	78,812	78,812		0
Payroll processing fees	2,187	0		2,187
Professional services- computer security review	313	0		313

TY 2024 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
Excise tax based upon investment income	14,000	0		0
Federal and state UBI taxes	18,300	0		0