

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.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

, and ending

Name of foundation

Danville Regional Foundation

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

512 Bridge Street

Room/suite

100

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

Danville, VA 24541

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 214,617,476.

J Accounting method:

☐ Cash☒ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis.)

A Employer identification number

20-3319727

B Telephone number

434-799-2176

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses

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

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

| | | | | | |
|---------------------------------------|--|-------------|-------------|-----|-------------|
| Revenue | 1 Contributions, gifts, grants, etc., received | | | N/A | |
| | 2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch. B | | | | |
| | 3 Interest on savings and temporary cash investments | 1,212. | 1,212. | | |
| | 4 Dividends and interest from securities | 2,735,045. | 2,735,045. | | |
| | 5a Gross rents | | | | |
| | b Net rental income or (loss) | | | | |
| | 6a Net gain or (loss) from sale of assets not on line 10 | 8,110,463. | | | |
| | b Gross sales price for all assets on line 6a | 50,142,509. | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | 8,110,463. | | |
| | 8 Net short-term capital gain | | | | |
| | 9 Income modifications | | | | |
| | 10a Gross sales less returns and allowances | | | | |
| Operating and Administrative Expenses | b Less: Cost of goods sold | | | | |
| | c Gross profit or (loss) | | | | |
| | 11 Other income | 2,677,079. | 2,642,831. | | Statement 1 |
| | 12 Total. Add lines 1 through 11 | 13,523,799. | 13,489,551. | | |
| | 13 Compensation of officers, directors, trustees, etc. | 633,279. | 60,632. | | 682,095. |
| | 14 Other employee salaries and wages | 542,333. | 0. | | 556,143. |
| | 15 Pension plans, employee benefits | 319,866. | 0. | | 319,866. |
| | 16a Legal fees Stmt 2 | 32,114. | 26,832. | | 5,077. |
| | b Accounting fees Stmt 3 | 41,307. | 0. | | 38,307. |
| | c Other professional fees Stmt 4 | 1,056,451. | 806,587. | | 262,858. |
| | 17 Interest | 73,381. | 30,050. | | 43,331. |
| | 18 Taxes Stmt 5 | 132,201. | 13,948. | | 79,310. |
| | 19 Depreciation and depletion | 81,864. | 0. | | |
| | 20 Occupancy | 74,274. | 18,908. | | 49,571. |
| | 21 Travel, conferences, and meetings | 42,893. | 0. | | 42,893. |
| | 22 Printing and publications | | | | |
| | 23 Other expenses Stmt 6 | 710,668. | 169,343. | | 537,868. |
| | 24 Total operating and administrative expenses. Add lines 13 through 23 | 3,740,631. | 1,126,300. | | 2,617,319. |
| | 25 Contributions, gifts, grants paid | 5,176,237. | | | 5,659,900. |
| | 26 Total expenses and disbursements. Add lines 24 and 25 | 8,916,868. | 1,126,300. | | 8,277,219. |
| | 27 Subtract line 26 from line 12: | | | | |
| | a Excess of revenue over expenses and disbursements | 4,606,931. | | | |
| | b Net investment income (if negative, enter -0-) | | 12,363,251. | | |
| | c Adjusted net income (if negative, enter -0-) | | | N/A | |

| Part II Balance Sheets | | Attached schedules and amounts in the description column should be for end-of-year amounts only. | | |
|-----------------------------|--|--|----------------|-----------------------|
| | | Beginning of year | End of year | |
| | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 Cash - non-interest-bearing | 812,830. | 513,859. | 513,859. |
| | 2 Savings and temporary cash investments | 29,829,736. | 28,527,125. | 28,527,125. |
| | 3 Accounts receivable ▶ 27,353. | | | |
| | Less: allowance for doubtful accounts ▶ | 8,516. | 27,353. | 27,353. |
| | 4 Pledges receivable ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| | 5 Grants receivable | | | |
| | 6 Receivables due from officers, directors, trustees, and other disqualified persons | | | |
| | 7 Other notes and loans receivable ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| | 8 Inventories for sale or use | | | |
| | 9 Prepaid expenses and deferred charges | 213,047. | 47,257. | 47,257. |
| | 10a Investments - U.S. and state government obligations | | | |
| | b Investments - corporate stock Stmt 8 | 56,528,648. | 52,498,462. | 52,498,462. |
| | c Investments - corporate bonds | | | |
| Liabilities | 11 Investments - land, buildings, and equipment: basis ▶ | | | |
| | Less: accumulated depreciation ▶ | | | |
| | 12 Investments - mortgage loans | | | |
| | 13 Investments - other Stmt 9 | 131,468,282. | 132,066,993. | 132,066,993. |
| | 14 Land, buildings, and equipment: basis ▶ 1,243,719. | | | |
| | Less: accumulated depreciation Stmt 10 ▶ 357,149. | 934,064. | 886,570. | 886,570. |
| | 15 Other assets (describe ▶ Statement 11) | 163,321. | 49,857. | 49,857. |
| | 16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I) | 219,958,444. | 214,617,476. | 214,617,476. |
| | 17 Accounts payable and accrued expenses | 614,729. | 499,522. | |
| | 18 Grants payable | 14,002,169. | 13,533,184. | |
| Net Assets or Fund Balances | 19 Deferred revenue | | | |
| | 20 Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 Mortgages and other notes payable | 1,058,341. | 2,347,505. | Statement 12 |
| | 22 Other liabilities (describe ▶ Statement 13) | 979,941. | 822,941. | |
| Net Assets or Fund Balances | 23 Total liabilities (add lines 17 through 22) | 16,655,180. | 17,203,152. | |
| | Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31. | | | |
| | 24 Unrestricted | 203,303,264. | 197,414,324. | |
| | 25 Temporarily restricted | | | |
| | 26 Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31. | | | |
| | 27 Capital stock, trust principal, or current funds | | | |
| | 28 Paid-in or capital surplus, or land, bldg., and equipment fund | | | |
| | 29 Retained earnings, accumulated income, endowment, or other funds | | | |
| | 30 Total net assets or fund balances | 203,303,264. | 197,414,324. | |
| Net Assets or Fund Balances | 31 Total liabilities and net assets/fund balances | 219,958,444. | 214,617,476. | |

Part III Analysis of Changes in Net Assets or Fund Balances

| | | |
|--|---|--------------|
| 1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) | 1 | 203,303,264. |
| 2 Enter amount from Part I, line 27a | 2 | 4,606,931. |
| 3 Other increases not included in line 2 (itemize) ▶ | 3 | 0. |
| 4 Add lines 1, 2, and 3 | 4 | 207,910,195. |
| 5 Decreases not included in line 2 (itemize) ▶ See Statement 7 | 5 | 10,495,871. |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 197,414,324. |

Part IV Capital Gains and Losses for Tax on Investment Income

| (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.) | (b) How acquired P - Purchase D - Donation | (c) Date acquired (mo., day, yr.) | (d) Date sold (mo., day, yr.) |
|--|--|--------------------------------------|----------------------------------|
| 1a Publicly traded securities | | | |
| b Return of capital-alternative invest. fund | P | | |
| c | | | |
| d | | | |
| e | | | |

| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) |
|-----------------------|--|---|--|
| a 48,935,657. | | 42,032,046. | 6,903,611. |
| b 1,206,852. | | | 1,206,852. |
| c | | | |
| d | | | |
| e | | | |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) |
|---|--------------------------------------|---|---|
| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | |
| a | | | 6,903,611. |
| b | | | 1,206,852. |
| c | | | |
| d | | | |
| e | | | |

| | | | |
|--|--|----------|-------------------|
| 2 Capital gain net income or (net capital loss) | { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 | 2 | 8,110,463. |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): | { If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 | 3 | N/A |

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col. (b) divided by col. (c)) |
|--|--|--|---|
| 2014 | 8,518,541. | 214,478,377. | .039717 |
| 2013 | 12,129,115. | 186,640,538. | .064986 |
| 2012 | 11,035,677. | 173,316,688. | .063673 |
| 2011 | 9,103,179. | 182,295,356. | .049936 |
| 2010 | 5,043,487. | 170,275,558. | .029620 |

| | | |
|---|----------|---------------------|
| 2 Total of line 1, column (d) | 2 | .247932 |
| 3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years | 3 | .049586 |
| 4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5 | 4 | 216,226,467. |
| 5 Multiply line 4 by line 3 | 5 | 10,721,806. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 123,633. |
| 7 Add lines 5 and 6 | 7 | 10,845,439. |
| 8 Enter qualifying distributions from Part XII, line 4 | 8 | 8,311,589. |

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

| | | | |
|--|-------------|----|----------|
| 1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions) | | 1 | 247,265. |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b | | 2 | 0. |
| c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b). | | 3 | 247,265. |
| 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | | 4 | 0. |
| 3 Add lines 1 and 2 | | 5 | 247,265. |
| 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | | | |
| 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- | | | |
| 6 Credits/Payments: | | | |
| a 2015 estimated tax payments and 2014 overpayment credited to 2015 | 6a 225,000. | | |
| b Exempt foreign organizations - tax withheld at source | 6b | | |
| c Tax paid with application for extension of time to file (Form 8868) | 6c 25,000. | | |
| d Backup withholding erroneously withheld | 6d | | |
| 7 Total credits and payments. Add lines 6a through 6d | | 7 | 250,000. |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached | | 8 | 1,110. |
| 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 | 1,625. |
| 11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <input checked="" type="checkbox"/> 1,625. Refunded <input checked="" type="checkbox"/> | | 11 | 0. |

Part VII-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? | | X |
| 1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities. | | X |
| 1c Did the foundation file Form 1120-POL for this year? | | X |
| d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0. | | |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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. | | X |
| 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 | | X |
| 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? | X | |
| b If "Yes," has it filed a tax return on Form 990-T for this year? | X | |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T. | | X |
| 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? | X | |
| 7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV | X | |
| 8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> VA | | |
| 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 | X | |
| 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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV | | X |
| 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses | | X |

Part VII-A Statements Regarding Activities (continued)

| | Yes | No |
|--|-----|----|
| 11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) | | X |
| 12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) | | X |
| 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? | X | |
| Website address www.drfonline.org | | |
| 14 The books are in care of Gary Waldman, CFO & Treasurer Telephone no. 434-799-2176 | | |
| Located at 512 Bridge Street, Suite 100, Danville, VA ZIP+4 24541 | | |
| 15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15 N/A | | |
| 16 At any time during calendar year 2015, 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? | | X |
| See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country 16 | | |

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

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

| | Yes | No |
|---|-----|----|
| 1a During the year did the foundation (either directly or indirectly): | | |
| (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No | | |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> 1b | | X |
| Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> | | |
| c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015? 1c | | X |
| 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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| If "Yes," list the years 2a | | |
| b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A 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. 2c | | |
| 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No | | |
| b If "Yes," did it have excess business holdings in 2015 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 2015.) 3b | | X |
| 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a | | X |
| 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 2015? 4b | | X |

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

N/A

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

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

☐ Yes ☒ No

If "Yes" to 6b, file Form 8870.

6b

X

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

☐ Yes ☒ No

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

N/A

7b

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

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

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|---|---|---|---------------------------------------|
| See Statement 14 | | 641,894. | 102,237. | 6,342. |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

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

| (a) Name and address of each employee paid more than \$50,000 | (b) Title, and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---|---|------------------|---|---------------------------------------|
| Clark Casteel - 512 Bridge St., #100, Danville, VA 24541 | Dir.- Grants & Initiatives | 119,509. | 25,152. | 0. |
| Starling McKenzie - 512 Bridge St., #100, Danville, VA 24541 | Sr. Prog. Officer | 80,787. | 22,434. | 0. |
| Lori Merrick - 512 Bridge St., #100, Danville, VA 24541 | Dir.-Marketing & Communications | 85,448. | 13,189. | 0. |
| Wendi Everson - 512 Bridge St., #100, Danville, VA 24541 | Sr. Prog. Officer | 72,093. | 19,693. | 0. |
| Annie Martinie - 512 Bridge St., #100, Danville, VA 24541 | Sr. Prog. Officer | 71,032. | 16,506. | 0. |
| Total number of other employees paid over \$50,000 | | | | 1 |

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
|--|-----------------------|------------------|
| Wedge Capital Management 301 College Street, Charlotte, NC 28202 | Investment management | 203,054. |
| Advisory Research, Inc. 1659 Paysphere Circle, Chicago, IL 60674 | Investment management | 114,302. |
| Downtown Danville Development, LLC P.O. Box 650, Raleigh, NC 27702 | Investment management | 87,500. |
| Dahab Associates, Inc. 423 S. Country Rd., Bay Shore, NY 11706 | Investment advisory | 83,352. |
| Third Sector New England 89 South St., Suite 700, Boston, MA 02111 | Program consulting | 62,954. |
| Total number of others receiving over \$50,000 for professional services | | 2 |

Part IX-A 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 N/A | 0. |
| 2 | |
| 3 | |
| 4 | |

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

| | Amount |
|--|--------|
| 1 N/A | |
| 2 | |
| 3 All other program-related investments. See instructions. | |
| Total. Add lines 1 through 3 | 0. |

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

| | | | |
|---|---|----|--------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | |
| a | Average monthly fair market value of securities | 1a | 134,683,633. |
| b | Average of monthly cash balances | 1b | 29,569,337. |
| c | Fair market value of all other assets | 1c | 55,266,286. |
| d | Total (add lines 1a, b, and c) | 1d | 219,519,256. |
| 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 | 219,519,256. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 3,292,789. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 216,226,467. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 10,811,323. |

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

| | | | |
|----|--|----|-------------|
| 1 | Minimum investment return from Part X, line 6 | 1 | 10,811,323. |
| 2a | Tax on investment income for 2015 from Part VI, line 5 | 2a | 247,265. |
| b | Income tax for 2015. (This does not include the tax from Part VI.) | 2b | 625. |
| c | Add lines 2a and 2b | 2c | 247,890. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 10,563,433. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | 125,138. |
| 5 | Add lines 3 and 4 | 5 | 10,688,571. |
| 6 | Deduction from distributable amount (see instructions) | 6 | 0. |
| 7 | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7 | 10,688,571. |

Part XII **Qualifying Distributions** (see instructions)

| | | | |
|---|---|----|------------|
| 1 | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: | | |
| a | Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 | 1a | 8,277,219. |
| b | Program-related investments - total from Part IX-B | 1b | 0. |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | 34,370. |
| 3 | Amounts set aside for specific charitable projects that satisfy the: | | |
| a | Suitability test (prior IRS approval required) | 3a | |
| b | Cash distribution test (attach the required schedule) | 3b | |
| 4 | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 8,311,589. |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b | 5 | 0. |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 8,311,589. |

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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Part XIII Undistributed Income (see instructions)

| | (a) Corpus | (b) Years prior to 2014 | (c) 2014 | (d) 2015 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2015 from Part XI, line 7 | | | | 10,688,571. |
| 2 Undistributed income, if any, as of the end of 2015: | | | | |
| a Enter amount for 2014 only | | | 2,661,286. | |
| b Total for prior years: | | 0. | | |
| 3 Excess distributions carryover, if any, to 2015: | | | | |
| a From 2010 | | | | |
| b From 2011 | | | | |
| c From 2012 | | | | |
| d From 2013 | | | | |
| e From 2014 | | | | |
| f Total of lines 3a through e | 0. | | | |
| 4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 8,311,589. | | | | |
| a Applied to 2014, but not more than line 2a | | | 2,661,286. | |
| 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 2015 distributable amount | | | | 5,650,303. |
| e Remaining amount distributed out of corpus | 0. | | | |
| 5 Excess distributions carryover applied to 2015 (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: | 0. | | | |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 | 0. | | | |
| 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 2014. Subtract line 4a from line 2a. Taxable amount - see instr. | | | 0. | |
| f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016 | | | | 5,038,268. |
| 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 2010 not applied on line 5 or line 7 | 0. | | | |
| 9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a | 0. | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2011 | | | | |
| b Excess from 2012 | | | | |
| c Excess from 2013 | | | | |
| d Excess from 2014 | | | | |
| e Excess from 2015 | | | | |

N/A

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

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. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

Mr. Karl Stauber, Pres. & CEO, 434-799-2176
512 Bridge St., #100, Danville, VA 24541

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

See Statement 17

- c Any submission deadlines:**

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

See Statement 17

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

| Recipient Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|--|--------------------------------------|-------------------------------------|-------------|
| a Paid during the year See Statement 15 | None | | | 5,659,900. |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| Total | | | ▶ 3a | 5,659,900. |
| b Approved for future payment See Statement 16 | None | | | 13,533,184. |
| | | | | |
| | | | | |
| Total | | | ▶ 3b | 13,533,184. |

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

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




[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
|--------------------------|--------------------------|---------------------------------|
| N/A | | |
| | | |
| | | |
| | | |

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

Sign Here    **TREASURER, CFO**
 Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see Instr. 9)?
☒ Yes ☐ No

| | | | | | |
|------------------------------|---|----------------------|---------|---|-----------|
| Paid Preparer Use Only | Print/Type preparer's name | Preparer's signature | Date | Check <input type="checkbox"/> if self-employed | PTIN |
| | Kathy A. Raffa | Kathy A. Raffa | 11/1/16 | | P01338549 |
| | Firm's name ▶ Raffa, P.C. | | | Firm's EIN ▶ 52-1511275 | |
| | Firm's address ▶ 1899 L Street, NW, Suite 850 Washington, DC 20036 | | | Phone no. 202-822-5000 | |

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Underpayment of Estimated Tax by Corporations

Department of the Treasury
Internal Revenue Service

▶ Attach to the corporation's tax return.

Form 990-PF

2015

▶ Information about Form 2220 and its separate instructions is at www.irs.gov/form2220.

Name

Danville Regional Foundation

Employer identification number

20-3319727

Note: Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38 on the estimated tax penalty line of the corporation's income tax return, but do not attach Form 2220.

Part I Required Annual Payment

| | | | |
|----|---|----|----------|
| 1 | Total tax (see instructions) | 1 | 247,265. |
| 2a | Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1 | 2a | |
| 2b | Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method | 2b | |
| 2c | Credit for federal tax paid on fuels (see instructions) | 2c | |
| 2d | Total. Add lines 2a through 2c | 2d | |
| 3 | Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty | 3 | 247,265. |
| 4 | Enter the tax shown on the corporation's 2014 income tax return (see instructions). Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5 | 4 | 281,387. |
| 5 | Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3 | 5 | 247,265. |

Part II Reasons for Filing - Check the boxes below that apply. If any boxes are checked, the corporation must file Form 2220 even if it does not owe a penalty (see instructions).

- 6 ☐ The corporation is using the adjusted seasonal installment method.
- 7 ☐ The corporation is using the annualized income installment method.
- 8 ☒ The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment

| | (a) | (b) | (c) | (d) |
|--|----------|----------|----------|----------|
| 9 Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year | 05/15/15 | 06/15/15 | 09/15/15 | 12/15/15 |
| 10 Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Sch A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% of line 5 above in each column. | 61,816. | 61,817. | 61,816. | 61,816. |
| 11 Estimated tax paid or credited for each period (see instructions). For column (a) only, enter the amount from line 11 on line 15 | 25,000. | | 25,000. | 115,000. |
| Complete lines 12 through 18 of one column before going to the next column. | | | | |
| 12 Enter amount, if any, from line 18 of the preceding column | | | | |
| 13 Add lines 11 and 12 | | | 25,000. | 115,000. |
| 14 Add amounts on lines 16 and 17 of the preceding column | | 36,816. | 98,633. | 135,449. |
| 15 Subtract line 14 from line 13. If zero or less, enter -0- | 25,000. | 0. | 0. | 0. |
| 16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0- | | 36,816. | 73,633. | |
| 17 Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18 | 36,816. | 61,817. | 61,816. | 61,816. |
| 18 Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column | | | | |

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 - no penalty is owed.

LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 2220 (2015)

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Part IV Figuring the Penalty

| | (a) | (b) | (c) | (d) |
|--|-----|------------------------|-----|--------|
| 19 Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see instructions). (Form 990-PF and Form 990-T filers: Use 5th month instead of 3rd month.) | 19 | | | |
| 20 Number of days from due date of installment on line 9 to the date shown on line 19 | 20 | | | |
| 21 Number of days on line 20 after 4/15/2015 and before 7/1/2015 | 21 | | | |
| 22 Underpayment on line 17 x $\frac{\text{Number of days on line 21} \times 3\%}{365}$ | 22 | \$ | \$ | \$ |
| 23 Number of days on line 20 after 08/30/2015 and before 10/1/2015 | 23 | | | |
| 24 Underpayment on line 17 x $\frac{\text{Number of days on line 23} \times 3\%}{365}$ | 24 | \$ | \$ | \$ |
| 25 Number of days on line 20 after 9/30/2015 and before 1/1/2016 | 25 | | | |
| 26 Underpayment on line 17 x $\frac{\text{Number of days on line 25} \times 3\%}{365}$ | 26 | \$ | \$ | \$ |
| 27 Number of days on line 20 after 12/31/2015 and before 4/1/2016 | 27 | See Attached Worksheet | | |
| 28 Underpayment on line 17 x $\frac{\text{Number of days on line 27} \times 3\%}{366}$ | 28 | \$ | \$ | \$ |
| 29 Number of days on line 20 after 3/31/2016 and before 7/1/2016 | 29 | | | |
| 30 Underpayment on line 17 x $\frac{\text{Number of days on line 29} \times \%}{366}$ | 30 | \$ | \$ | \$ |
| 31 Number of days on line 20 after 6/30/2016 and before 10/01/2016 | 31 | | | |
| 32 Underpayment on line 17 x $\frac{\text{Number of days on line 31} \times \%}{366}$ | 32 | \$ | \$ | \$ |
| 33 Number of days on line 20 after 9/30/2016 and before 1/1/2017 | 33 | | | |
| 34 Underpayment on line 17 x $\frac{\text{Number of days on line 33} \times \%}{366}$ | 34 | \$ | \$ | \$ |
| 35 Number of days on line 20 after 12/31/2016 and before 2/16/2017 | 35 | | | |
| 36 Underpayment on line 17 x $\frac{\text{Number of days on line 35} \times \%}{365}$ | 36 | \$ | \$ | \$ |
| 37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36 | 37 | \$ | \$ | \$ |
| 38 Penalty. Add columns (a) through (d) of line 37. Enter the total here and on Form 1120; line 33; or the comparable line for other income tax returns | 38 | \$ | | 1,110. |

* Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov. You can also call 1-800-829-4933 to get interest rate information.

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Form 990-PF
UNDERPAYMENT OF ESTIMATED TAX WORKSHEET

| Name(s) | | | | | Identifying Number |
|--------------------------------|---------------|--------------------------------|-----------------------------------|------------------------------|--------------------|
| Danville Regional Foundation | | | | | 20-3319727 |
| (A) *Date | (B) Amount | (C) Adjusted Balance Due | (D) Number Days Balance Due | (E) Daily Penalty Rate | (F) Penalty |
| | | -0- | | | |
| 05/15/15 | 61,816. | 61,816. | | | |
| 05/15/15 | <25,000.> | 36,816. | 31 | .000082192 | 94. |
| 06/15/15 | 61,817. | 98,633. | 1 | .000082192 | 8. |
| 06/16/15 | <25,000.> | 73,633. | 91 | .000082192 | 551. |
| 09/15/15 | 61,816. | 135,449. | 2 | .000082192 | 22. |
| 09/17/15 | <115,000.> | 20,449. | 89 | .000082192 | 150. |
| 12/15/15 | 61,816. | 82,265. | 1 | .000082192 | 7. |
| 12/16/15 | <60,000.> | 22,265. | 15 | .000082192 | 27. |
| 12/31/15 | 0. | 22,265. | 91 | .000081967 | 166. |
| 03/31/16 | 0. | 22,265. | 35 | .000109290 | 85. |
| 05/05/16 | <25,000.> | <2,735.> | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| Penalty Due (Sum of Column E). | | | | | 1,110. |

* Date of estimated tax payment, withholding credit date or installment due date.

| Form 990-PF | Other Income | Statement | 1 |
|---|-----------------------------|-----------------------------------|-------------------------------|
| Description | (a) Revenue Per Books | (b) Net Invest- ment Income | (c) Adjusted Net Income |
| Taxable pass-through income from partnership investment K-1's | 2,615,648. | 2,615,648. | |
| Rental income from investments (non-debt financed) | 27,183. | 27,183. | |
| Rental income from investments (debt financed) | 30,698. | 0. | |
| Other | 3,550. | 0. | |
| Total to Form 990-PF, Part I, line 11 | 2,677,079. | 2,642,831. | |

| Form 990-PF | Legal Fees | | | Statement | 2 |
|----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| Description | (a) Expenses Per Books | (b) Net Invest- ment Income | (c) Adjusted Net Income | (d) Charitable Purposes | |
| Legal fees | 32,114. | 26,832. | | 5,077. | |
| To Fm 990-PF, Pg 1, ln 16a | 32,114. | 26,832. | | 5,077. | |

| Form 990-PF | Accounting Fees | | | Statement 3 |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| Description | (a) Expenses Per Books | (b) Net Invest- ment Income | (c) Adjusted Net Income | (d) Charitable Purposes |
| Audit & accounting fees | 41,307. | 0. | | 38,307. |
| To Form 990-PF, Pg 1, ln 16b | 41,307. | 0. | | 38,307. |

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| Form 990-PF | Other Professional Fees | | | Statement | 4 |
|--|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| Description | (a) Expenses Per Books | (b) Net Invest- ment Income | (c) Adjusted Net Income | (d) Charitable Purposes | |
| Investment management and advisory fees | 793,320. | 793,320. | | 0. | |
| IT support fees | 2,600. | 0. | | 2,600. | |
| Other professional fees | 236,873. | 0. | | 252,600. | |
| Recruitment fees | 825. | 0. | | 825. | |
| Payroll & benefit administration fees | 6,833. | 0. | | 6,833. | |
| Property management | 16,000. | 13,267. | | 0. | |
| To Form 990-PF, Pg 1, ln 16c | 1,056,451. | 806,587. | | 262,858. | |

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Form 990-PF

Taxes

Statement

5

| Description | (a) Expenses Per Books | (b) Net Invest- ment Income | (c) Adjusted Net Income | (d) Charitable Purposes |
|--|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| Payroll taxes | 79,409. | 2,592. | | 77,247. |
| Federal excise taxes | 196,000. | 0. | | 0. |
| Provision for deferred federal excise tax benefit | <157,000.> | 0. | | 0. |
| Property tax | 13,792. | 11,356. | | 2,063. |
| To Form 990-PF, Pg 1, ln 18 | 132,201. | 13,948. | | 79,310. |

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Statement(s) 5

Form 990-PF

Other Expenses

Statement 6

| Description | (a) Expenses Per Books | (b) Net Invest- ment Income | (c) Adjusted Net Income | (d) Charitable Purposes |
|---|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| Marketing / promotion | 121,307. | 19,500. | | 101,807. |
| Insurance | 57,522. | 13,079. | | 43,732. |
| Supplies | 7,435. | 0. | | 7,435. |
| Small capital purchases, software licenses | 16,500. | 0. | | 16,500. |
| Bank charges | 2,518. | 2,518. | | 0. |
| Postage | 2,096. | 0. | | 2,096. |
| Website hosting & maintenance | 5,945. | 0. | | 5,945. |
| Special events (non-fundraising) | 293,400. | 0. | | 293,400. |
| Maintenance & repairs | 106,650. | 77,947. | | 26,473. |
| Property surveys/assessments | 50,548. | 50,548. | | 0. |
| Telephone | 15,047. | 0. | | 15,047. |
| Dues and subscriptions | 14,436. | 0. | | 14,436. |
| Property landscaping | 2,669. | 2,153. | | 0. |
| Miscellaneous | 14,595. | 3,598. | | 10,997. |
| To Form 990-PF, Pg 1, ln 23 | 710,668. | 169,343. | | 537,868. |

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Statement(s) 6

| Form 990-PF | Other Decreases in Net Assets or Fund Balances | Statement | 7 |
|-------------|--|-----------|---|
|-------------|--|-----------|---|

| Description | Amount |
|---|-------------|
| Unrealized loss on investments per audited financial statements | 10,381,393. |
| Taxable pass through income from K-1's included in unrealized gains (losses) in the audited financial statements. | 114,478. |
| Total to Form 990-PF, Part III, line 5 | 10,495,871. |

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Danville Regional Foundation
EIN: 20-3319727
2015 Federal Form 990-PF

Statement 8

| <u>PAR VALUE/SHARES</u> | <u>DESCRIPTION</u> | <u>COST VALUE / UNIT COST</u> | <u>MARKET VALUE / UNIT PRICE</u> | <u>UNREALIZED GAIN/LOSS</u> | <u>ACCRUED INCOME</u> |
|-------------------------------------|---|-----------------------------------|--------------------------------------|---------------------------------|---------------------------|
| EQUITIES | | | | | |
| COMMON STOCKS | | | | | |
| AMERICAN DEPOSITORY RECEIPTS | | | | | |
| 14,580.000 | ALLIED WORLD ASSURANCE H01531104 | 576,425.21 39.535 | 542,230.20 37.190 | 34,195.01- | 0.00 |
| 2,465.000 | ENSTAR GROUP LIMITED COM G3075P101 | 225,158.44 91.342 | 369,848.60 150.040 | 144,690.16 | 0.00 |
| 4,455.000 | MASONITE INTERNATIONAL CORP 575385109 | 275,407.86 61.820 | 272,779.65 61.230 | 2,628.21- | 0.00 |
| | TOTAL AMERICAN DEPOSITORY RECEIPTS | 1,076,991.51 | 1,184,858.45 | 107,866.94 | 0.00 |
| MATERIALS | | | | | |

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Danville Regional Foundation
EIN: 20-3319727
2015 Federal Form 990-PF

Statement 8

| <u>PAR VALUE/SHARES</u> | <u>DESCRIPTION</u> | <u>COST VALUE / UNIT COST</u> | <u>MARKET VALUE / UNIT PRICE</u> | <u>UNREALIZED GAIN/LOSS</u> | <u>ACCRUED INCOME</u> |
|-------------------------|---------------------------------------|-----------------------------------|--------------------------------------|---------------------------------|---------------------------|
| 7,014.000 | EAGLE MATLS INC COM 26969P108 | 499,911.30 71.273 | 423,856.02 60.430 | 76,055.28- | 701.40 |
| 8,690.000 | FULLER H B CO 359694106 | 362,955.87 41.767 | 316,924.30 36.470 | 46,031.57- | 0.00 |
| TOTAL MATERIALS | | 862,867.17 | 740,780.32 | 122,086.85- | 701.40 |
| INDUSTRIALS | | | | | |
| 13,470.000 | BRINKS CO 109696104 | 407,808.30 30.275 | 388,744.20 28.860 | 19,064.10- | 0.00 |
| 8,786.000 | CSW INDUSTRIALS INC 126402106 | 229,140.36 26.080 | 330,968.62 37.670 | 101,828.26 | 0.00 |
| 5,330.000 | ENCORE WIRE CORP COM 292562105 | 144,617.45 27.133 | 197,689.70 37.090 | 53,072.25 | 0.00 |
| 9,450.000 | LYDALL INC 550819106 | 278,224.92 29.442 | 335,286.00 35.480 | 57,061.08 | 0.00 |
| 4,403.000 | OSHKOSH CORPORATION 688239201 | 185,600.56 42.153 | 171,893.12 39.040 | 13,707.44- | 0.00 |
| TOTAL INDUSTRIALS | | 1,245,391.59 | 1,424,581.64 | 179,190.05 | 0.00 |
| CONSUMER DISCRETIONARY | | | | | |
| 2,994.000 | CORE-MARK HOLDING CO INC 218681104 | 51,314.74 17.139 | 245,328.36 81.940 | 194,013.62 | 0.00 |

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| <u>PAR VALUE/SHARES</u> | <u>DESCRIPTION</u> | <u>COST VALUE / UNIT COST</u> | <u>MARKET VALUE / UNIT PRICE</u> | <u>UNREALIZED GAIN/LOSS</u> | <u>ACCRUED INCOME</u> |
|-------------------------|--|-----------------------------------|--------------------------------------|---------------------------------|---------------------------|
| 4,335.000 | RYMAN HOSPITALITY PROPERTIES INC 78377T107 | 226,360.86 52.217 | 223,859.40 51.640 | 2,501.46- | 3,034.50 |
| 6,955.000 | SCHOLASTIC CORP COM 807066105 | 301,182.12 43.304 | 268,184.80 38.560 | 32,997.32- | 0.00 |
| 8,771.000 | TRIBUNE MEDIA COMPANY CLASS A 896047503 | 344,099.28 39.231 | 296,547.51 33.810 | 47,551.77- | 0.00 |
| 2,945.000 | VISTEON CORP/NEW 92839U206 | 307,923.67 104.558 | 337,202.50 114.500 | 29,278.83 | 0.00 |
| | TOTAL CONSUMER DISCRETIONARY | <u>1,230,880.67</u> | <u>1,371,122.57</u> | <u>140,241.90</u> | <u>3,034.50</u> |
| | CONSUMER STAPLES | | | | |
| 17,638.000 | HRG GROUP INC 40434J100 | 219,491.44 12.444 | 239,171.28 13.560 | 19,679.84 | 0.00 |
| | TOTAL CONSUMER STAPLES | <u>219,491.44</u> | <u>239,171.28</u> | <u>19,679.84</u> | <u>0.00</u> |
| | ENERGY | | | | |
| 5,778.000 | CARRIZO OIL & GAS INC COMMON STOCK 144577103 | 178,560.87 30.904 | 170,913.24 29.580 | 7,647.63- | 0.00 |
| | TOTAL ENERGY | <u>178,560.87</u> | <u>170,913.24</u> | <u>7,647.63-</u> | <u>0.00</u> |
| | FINANCIALS | | | | |

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|-------------------------|---|-----------------------------------|--------------------------------------|---------------------------------|---------------------------|
| 10,021.000 | BANKUNITED INC 06652K103 | 256,852.22 25.631 | 361,357.26 36.060 | 104,505.04 | 0.00 |
| 8,025.000 | CAPITAL BANK FINANCIAL CORP 139794101 | 181,718.33 22.644 | 256,639.50 31.980 | 74,921.17 | 0.00 |
| 19,135.000 | INVESTORS BANCORP INC NEW 46146L101 | 101,172.80 5.287 | 238,039.40 12.440 | 136,866.60 | 0.00 |
| 19,950.000 | KENNEDY-WILSON HOLDINGS INC 489398107 | 402,253.95 20.163 | 480,396.00 24.080 | 78,142.05 | 2,394.00 |
| 3,434.000 | NAVIGATORS GROUP INC COMMON STOCK 638904102 | 189,744.52 55.255 | 294,602.86 85.790 | 104,858.34 | 0.00 |
| 18,490.000 | NORTHFIELD BANCORP, INC. 66611T108 | 229,270.35 12.400 | 294,360.80 15.920 | 65,090.45 | 0.00 |
| 9,115.000 | SYMETRA FINANCIAL CORP 87151Q106 | 124,891.31 13.702 | 289,583.55 31.770 | 164,692.24 | 0.00 |
| | TOTAL FINANCIALS | <u>1,485,903.48</u> | <u>2,214,979.37</u> | <u>729,075.89</u> | <u>2,394.00</u> |
| | INFORMATION TECHNOLOGY | | | | |
| 3,975.000 | TECH DATA CORP 878237106 | 232,457.70 58.480 | 263,860.50 66.380 | 31,402.80 | 0.00 |
| 17,567.000 | TELETECH HOLDINGS INC 879939106 | 345,555.95 19.671 | 490,294.97 27.910 | 144,739.02 | 0.00 |
| | TOTAL INFORMATION TECHNOLOGY | <u>578,013.65</u> | <u>754,155.47</u> | <u>176,141.82</u> | <u>0.00</u> |
| | HEALTH CARE | | | | |

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|-------------------------|--|-----------------------------------|--------------------------------------|---------------------------------|---------------------------|
| 5,545.000 | ADDUS HOMECARE CORP 006739106 | 135,530.24 24.442 | 129,087.60 23.280 | 6,442.64- | 0.00 |
| 4,435.000 | ANALOGIC CORP COM PAR \$0.05 032657207 | 314,108.26 70.825 | 366,331.00 82.600 | 52,222.74 | 443.50 |
| 9,245.000 | BROOKDALE SR LIVING INC 112463104 | 176,540.33 19.096 | 170,662.70 18.460 | 5,877.63- | 0.00 |
| 12,265.000 | CAPITAL SR LIVING CORP COM 140475104 | 297,223.24 24.233 | 255,847.90 20.860 | 41,375.34- | 0.00 |
| 8,380.000 | HEALTHSOUTH REHABILITATION CORPORAT 421924309 | 354,616.27 42.317 | 291,707.80 34.810 | 62,908.47- | 1,927.40 |
| | TOTAL HEALTH CARE | <u>1,278,018.34</u> | <u>1,213,637.00</u> | <u>64,381.34-</u> | <u>2,370.90</u> |
| | TELECOMMUNICATION SERVICES | | | | |
| 4,425.000 | ATLANTIC TELE-NETWORK INC 049079205 | 293,420.93 66.310 | 346,167.75 78.230 | 52,746.82 | 1,416.00 |
| | TOTAL TELECOMMUNICATION SERVICES | <u>293,420.93</u> | <u>346,167.75</u> | <u>52,746.82</u> | <u>1,416.00</u> |
| | OTHER | | | | |
| 11,258.000 | ALEXANDER & BALDWIN INC 014491104 | 339,892.90 30.191 | 397,519.98 35.310 | 57,627.08 | 0.00 |
| 14,875.000 | CST BRANDS INC 12646R105 | 545,481.40 36.671 | 582,207.50 39.140 | 36,726.10 | 929.69 |

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|-------------------------|----------------------------|-----------------------------------|--------------------------------------|---------------------------------|---------------------------|
| 16,111.000 | POTBELLY CORP 73754Y100 | 200,991.16 12.475 | 188,659.81 11.710 | 12,331.35- | 0.00 |
| | TOTAL OTHER | <u>1,086,365.46</u> | <u>1,168,387.29</u> | <u>82,021.83</u> | <u>929.69</u> |

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|-------------------------|--------------------|-----------------------------------|--------------------------------------|---------------------------------|---------------------------|
|-------------------------|--------------------|-----------------------------------|--------------------------------------|---------------------------------|---------------------------|

EQUITIES

COMMON STOCKS

AMERICAN DEPOSITORY RECEIPTS

| | | | | | |
|------------|---|-----------------------|-----------------------|------------|----------|
| 5,100.000 | ACCENTURE PLC G1151C101 | 508,834.65 99.771 | 532,950.00 104.500 | 24,115.35 | 0.00 |
| 2,900.000 | ACE LIMITED H0023R105 | 303,714.14 104.729 | 338,865.00 116.850 | 35,150.86 | 1,943.00 |
| 14,500.000 | ASTRAZENECA PLC SPONSORED ADR 046353108 | 533,320.20 36.781 | 492,275.00 33.950 | 41,045.20- | 0.00 |

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|-------------------------|--|-----------------------------------|--------------------------------------|---------------------------------|---------------------------|
| 5,900.000 | BP PLC - ADR SPONSORED ADR 055622104 | 289,359.85 49.044 | 184,434.00 31.260 | 104,925.85- | 0.00 |
| 9,500.000 | CARNIVAL CORP 143658300 | 483,434.47 50.888 | 517,560.00 54.480 | 34,125.53 | 0.00 |
| 5,500.000 | ENI SPA - ADR SPONSORED ADR 26874R108 | 256,787.76 46.689 | 163,900.00 29.800 | 92,887.76- | 0.00 |
| 1,100.000 | LYONDELLBASELL INDUSTRIES NV N53745100 | 100,096.64 90.997 | 95,590.00 86.900 | 4,506.64- | 0.00 |
| 18,700.000 | NABORS INDUSTRIES LTD SHS G6359F103 | 281,831.69 15.071 | 159,137.00 8.510 | 122,694.69- | 0.00 |
| 5,100.000 | ROYAL CARRIBEAN CRUISE V7780T103 | 498,572.56 97.759 | 516,171.00 101.210 | 17,598.44 | 1,912.50 |
| 3,500.000 | ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHS 780259206 | 232,741.42 66.498 | 160,265.00 45.790 | 72,476.42- | 0.00 |
| 4,000.000 | TOTAL S.A. - ADR SPONSORED ADR 89151E109 | 241,237.81 60.309 | 179,800.00 44.950 | 61,437.81- | 0.00 |
| 12,700.000 | TRANSOCEAN LTD. H8817H100 | 372,778.18 29.353 | 157,226.00 12.380 | 215,552.18- | 0.00 |
| 10,400.000 | UNILEVER N.V. - ADR SPONSORED ADR 904784709 | 455,816.94 43.829 | 450,528.00 43.320 | 5,288.94- | 0.00 |

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|-------------------------|--|-----------------------------------|--------------------------------------|---------------------------------|---------------------------|
| 18,800.000 | WEATHERFORD INTL LTD G48833100 | 247,498.72 13.165 | 157,732.00 8.390 | 89,766.72- | 0.00 |
| | TOTAL AMERICAN DEPOSITORY RECEIPTS | 4,806,025.03 | 4,106,433.00 | 699,592.03- | 3,855.50 |
| | MATERIALS | | | | |
| 800.000 | AIR PRODS & CHEMS INC COM 009158106 | 85,945.40 107.432 | 104,088.00 130.110 | 18,142.60 | 648.00 |
| 1,900.000 | ALBEMARLE CORP COM 012653101 | 109,357.72 57.557 | 106,419.00 56.010 | 2,938.72- | 551.00 |
| 1,400.000 | BALL CORP 058498106 | 44,832.81 32.023 | 101,822.00 72.730 | 56,989.19 | 0.00 |
| 1,581.000 | CELANESE CORP 150870103 | 62,723.11 39.673 | 106,448.73 67.330 | 43,725.62 | 0.00 |
| 2,500.000 | CF INDS HLDGS INC COM 125269100 | 128,602.21 51.441 | 102,025.00 40.810 | 26,577.21- | 0.00 |
| 2,100.000 | CROWN HLDGS INC COM 228368106 | 92,773.71 44.178 | 106,470.00 50.700 | 13,696.29 | 0.00 |
| 1,400.000 | EASTMAN CHEM CO COM 277432100 | 70,885.25 50.632 | 94,514.00 67.510 | 23,628.75 | 644.00 |
| 2,700.000 | INTERNATIONAL PAPER CO 460146103 | 79,996.31 29.628 | 101,790.00 37.700 | 21,793.69 | 0.00 |

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|-------------------------|---|-----------------------------------|--------------------------------------|---------------------------------|---------------------------|
| 1,000.000 | PPG INDUSTRIES INC 693506107 | 67,966.52 67.967 | 98,820.00 98.820 | 30,853.48 | 0.00 |
| 1,800.000 | RELIANCE STL & ALUM CO COM 759509102 | 93,201.01 51.778 | 104,238.00 57.910 | 11,036.99 | 0.00 |
| 1,800.000 | WESTLAKE CHEM CORP COM 960413102 | 110,956.26 61.642 | 97,776.00 54.320 | 13,180.26- | 0.00 |
| TOTAL MATERIALS | | 947,240.31 | 1,124,410.73 | 177,170.42 | 1,843.00 |
| INDUSTRIALS | | | | | |
| 9,700.000 | ADT CORP/THE 00101J106 | 323,816.49 33.383 | 319,906.00 32.980 | 3,910.49- | 0.00 |
| 6,600.000 | AGCO CORP COM 001084102 | 358,985.14 54.392 | 299,574.00 45.390 | 59,411.14- | 0.00 |
| 3,600.000 | BOEING CO 097023105 | 370,408.36 102.891 | 520,524.00 144.590 | 150,115.64 | 0.00 |
| 4,200.000 | CATERPILLAR INC 149123101 | 326,632.32 77.770 | 285,432.00 67.960 | 41,200.32- | 0.00 |
| 3,500.000 | CUMMINS INC. 231021106 | 339,848.79 97.100 | 308,035.00 88.010 | 31,813.79- | 0.00 |
| 4,800.000 | DOVER CORP COM 260003108 | 367,969.52 76.660 | 294,288.00 61.310 | 73,681.52- | 0.00 |

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|-------------------------|------------------------------------|-----------------------------------|--------------------------------------|---------------------------------|---------------------------|
| 7,000.000 | EMERSON ELECTRIC CO 291011104 | 362,140.01 51.734 | 334,810.00 47.830 | 27,330.01- | 0.00 |
| 6,500.000 | FLUOR CORP NEW 343412102 | 430,073.40 66.165 | 306,930.00 47.220 | 123,143.40- | 1,554.00 |
| 3,300.000 | GENERAL DYNAMICS CORP 369550108 | 312,681.66 94.752 | 453,288.00 137.360 | 140,606.34 | 0.00 |
| 7,600.000 | JACOBS ENGR GROUP INC 469814107 | 332,653.52 43.770 | 318,820.00 41.950 | 13,833.52- | 0.00 |
| 2,300.000 | LOCKHEED MARTIN CORP 539830109 | 472,496.11 205.433 | 499,445.00 217.150 | 26,948.89 | 0.00 |
| 2,600.000 | NORTHROP GRUMMAN CORP 666807102 | 196,214.89 75.467 | 490,906.00 188.810 | 294,691.11 | 0.00 |
| 3,000.000 | PARKER HANNIFIN CORP 701094104 | 258,357.33 86.119 | 290,940.00 96.980 | 32,582.67 | 0.00 |
| 15,700.000 | PITNEY BOWES INC 724479100 | 319,208.42 20.332 | 324,205.00 20.650 | 4,996.58 | 0.00 |
| 4,000.000 | RAYTHEON COMPANY 755111507 | 419,866.12 104.967 | 498,120.00 124.530 | 78,253.88 | 0.00 |
| 2,200.000 | 3M CO COM 88579Y101 | 219,351.17 99.705 | 331,408.00 150.640 | 112,056.83 | 0.00 |
| TOTAL INDUSTRIALS | | 5,410,703.25 | 5,876,631.00 | 465,927.75 | 1,554.00 |
| CONSUMER DISCRETIONARY | | | | | |

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|--|---|-----------------------------------|--------------------------------------|---------------------------------|---------------------------|
| 2,600.000 | AUTOLIV INC COM 052800109 | 184,220.56 70.854 | 324,402.00 124.770 | 140,181.44 | 0.00 |
| 0.000 | BLOCK H & R INC 093671105 | 0.00 0.000 | 0.00 33.310 | 0.00 | 2,440.00 |
| 17,600.000 | D R HORTON INC COM 23331A109 | 535,447.43 30.423 | 563,728.00 32.030 | 28,280.57 | 0.00 |
| 8,400.000 | DARDEN RESTAURANTS INC 237194105 | 520,212.28 61.930 | 534,576.00 63.640 | 14,363.72 | 0.00 |
| 8,400.000 | FOOT LOCKER INC 344849104 | 574,729.41 68.420 | 546,756.00 65.090 | 27,973.41- | 0.00 |
| 17,400.000 | GOODYEAR TIRE & RUBR CO 382550101 | 529,869.86 30.452 | 568,458.00 32.670 | 38,588.14 | 0.00 |
| 4,300.000 | HOME DEPOT INC 437076102 | 416,327.59 96.820 | 568,675.00 132.250 | 152,347.41 | 0.00 |
| 3,000.000 | MOHAWK INDS INC COM 608190104 | 601,989.96 200.663 | 568,170.00 189.390 | 33,819.96- | 0.00 |
| 12,600.000 | NEWELL RUBBERMAID INC COM 651229106 | 471,220.07 37.398 | 555,408.00 44.080 | 84,187.93 | 0.00 |
| 7,700.000 | TARGET CORP 87612E106 | 580,724.51 75.419 | 559,097.00 72.610 | 21,627.51- | 0.00 |
| TOTAL CONSUMER DISCRETIONARY CONSUMER STAPLES | | 4,414,741.67 | 4,789,270.00 | 374,528.33 | 2,440.00 |

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|-------------------------|---|-----------------------------------|--------------------------------------|---------------------------------|---------------------------|
| 2,600.000 | ARCHER DANIELS MIDLAND CO 039483102 | 89,045.84 34.248 | 95,368.00 36.680 | 6,322.16 | 0.00 |
| 5,300.000 | DR PEPPER SNAPPLE GROUP INC 26138E109 | 258,201.48 48.717 | 493,960.00 93.200 | 235,758.52 | 2,976.00 |
| 1,100.000 | INGREDION INC 457187102 | 69,292.86 62.994 | 105,424.00 95.840 | 36,131.14 | 495.00 |
| 6,000.000 | PHILIP MORRIS INTERNATIONAL IN 718172109 | 505,303.73 84.217 | 527,460.00 87.910 | 22,156.27 | 6,120.00 |
| TOTAL CONSUMER STAPLES | | 921,843.91 | 1,222,212.00 | 300,368.09 | 9,591.00 |
| ENERGY | | | | | |
| 2,000.000 | CHEVRON CORP 166764100 | 174,554.02 87.277 | 179,920.00 89.960 | 5,365.98 | 0.00 |
| 4,100.000 | CONOCOPHILLIPS 20825C104 | 216,950.17 52.915 | 191,429.00 46.690 | 25,521.17- | 0.00 |
| 2,200.000 | EXXON MOBIL CORPORATION 30231G102 | 189,785.32 86.266 | 171,490.00 77.950 | 18,295.32- | 0.00 |
| 3,400.000 | HESS CORP COM 42809H107 | 253,734.28 74.628 | 164,832.00 48.480 | 88,902.28- | 0.00 |
| 7,700.000 | MURPHY OIL CORP 626717102 | 324,092.46 42.090 | 172,865.00 22.450 | 151,227.46- | 0.00 |

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|-------------------------|--|-----------------------------------|--------------------------------------|---------------------------------|---------------------------|
| 2,800.000 | OCCIDENTAL PETE CORP 674599105 | 194,008.13 69.289 | 189,308.00 67.610 | 4,700.13- | 2,100.00 |
| 13,300.000 | SUPERIOR ENERGY SERVICES INC 868157108 | 297,246.07 22.349 | 179,151.00 13.470 | 118,095.07- | 0.00 |
| | TOTAL ENERGY | 1,650,370.45 | 1,248,995.00 | 401,375.45- | 2,100.00 |
| | FINANCIALS | | | | |
| 5,800.000 | AMERICAN INTERNATIONAL GROUP, INC 026874784 | 304,090.27 52.429 | 359,426.00 61.970 | 55,335.73 | 0.00 |
| 3,200.000 | AMERIPRISE FINL INC 03076C106 | 141,492.93 44.217 | 340,544.00 106.420 | 199,051.07 | 0.00 |
| 20,700.000 | BANK OF AMERICA CORP 060505104 | 368,195.04 17.787 | 348,381.00 16.830 | 19,814.04- | 0.00 |
| 4,600.000 | CAPITAL ONE FINANCIAL CORP 14040H105 | 321,295.33 69.847 | 332,028.00 72.180 | 10,732.67 | 0.00 |
| 6,300.000 | CITIGROUP INC. 172967424 | 367,329.69 58.306 | 326,025.00 51.750 | 41,304.69- | 0.00 |
| 6,900.000 | DISCOVER FINANCIAL SERVICES 254709108 | 222,790.11 32.288 | 369,978.00 53.620 | 147,187.89 | 0.00 |
| 3,400.000 | FLEETCOR TECHNOLOGIES INC 339041105 | 419,804.49 123.472 | 485,962.00 142.930 | 66,157.51 | 0.00 |

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|-------------------------|---|-----------------------------------|--------------------------------------|---------------------------------|---------------------------|
| 9,500.000 | FRANKLIN RESOURCES INC 354613101 | 333,693.95 35.126 | 349,790.00 36.820 | 16,096.05 | 1,710.00 |
| 1,800.000 | GOLDMAN SACHS GROUP INC 38141G104 | 255,493.10 141.941 | 324,414.00 180.230 | 68,920.90 | 0.00 |
| 7,400.000 | HARTFORD FINANCIAL SERVICES GROUP INC COM 416515104 | 180,285.41 24.363 | 321,604.00 43.460 | 141,318.59 | 1,554.00 |
| 5,400.000 | JPMORGAN CHASE & CO 46625H100 | 239,607.16 44.372 | 356,562.00 66.030 | 116,954.84 | 0.00 |
| 24,700.000 | KEYCORP NEW 493267108 | 244,290.75 9.890 | 325,793.00 13.190 | 81,502.25 | 0.00 |
| 7,000.000 | LINCOLN NATL CORP IND 534187109 | 233,907.02 33.415 | 351,820.00 50.260 | 117,912.98 | 0.00 |
| 6,600.000 | METLIFE INC 59156R108 | 269,337.18 40.809 | 318,186.00 48.210 | 48,848.82 | 0.00 |
| 10,400.000 | MORGAN STANLEY COM 617446448 | 384,275.82 36.950 | 330,824.00 31.810 | 53,451.82- | 0.00 |
| 7,600.000 | PRINCIPAL FINANCIAL GROUP 74251V102 | 261,867.80 34.456 | 341,848.00 44.980 | 79,980.20 | 0.00 |
| 4,200.000 | PRUDENTIAL FINL INC COM 744320102 | 250,140.84 59.557 | 341,922.00 81.410 | 91,781.16 | 0.00 |

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Danville Regional Foundation
EIN: 20-3319727
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Statement 8

| <u>PAR VALUE/SHARES</u> | <u>DESCRIPTION</u> | <u>COST VALUE / UNIT COST</u> | <u>MARKET VALUE / UNIT PRICE</u> | <u>UNREALIZED GAIN/LOSS</u> | <u>ACCRUED INCOME</u> |
|-------------------------|---|-----------------------------------|--------------------------------------|---------------------------------|---------------------------|
| 35,100.000 | REGIONS FINL CORP NEW COM 7591EP100 | 273,891.00 7.803 | 336,960.00 9.600 | 63,069.00 | 2,106.00 |
| 8,300.000 | SUNTRUST BANKS INC 867914103 | 251,962.33 30.357 | 355,572.00 42.840 | 103,609.67 | 0.00 |
| 3,000.000 | TRAVELERS COMPANIES, INC 89417E109 | 317,528.90 105.843 | 338,580.00 112.860 | 21,051.10 | 0.00 |
| 9,900.000 | UNUM GROUP 91529Y106 | 253,051.03 25.561 | 329,571.00 33.290 | 76,519.97 | 0.00 |
| TOTAL FINANCIALS | | 5,894,330.15 | 7,285,790.00 | 1,391,459.85 | 5,370.00 |
| INFORMATION TECHNOLOGY | | | | | |
| 14,300.000 | ACTIVISION BLIZZARD INC 00507V109 | 431,553.23 30.179 | 553,553.00 38.710 | 121,999.77 | 0.00 |
| 1,900.000 | ALLIANCE DATA SYS CORP 018581108 | 522,228.20 274.857 | 525,483.00 276.570 | 3,254.80 | 0.00 |
| 4,200.000 | APPLE INC 037833100 | 406,009.38 96.669 | 442,092.00 105.260 | 36,082.62 | 0.00 |
| 18,100.000 | CISCO SYSTEMS INC 17275R102 | 447,069.67 24.700 | 491,505.50 27.155 | 44,435.83 | 0.00 |
| 7,700.000 | COGNIZANT TECH SOLUTIONS CRP COM 192446102 | 420,058.03 54.553 | 462,154.00 60.020 | 42,095.97 | 0.00 |

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|-------------------------|------------------------------------|-----------------------------------|--------------------------------------|---------------------------------|---------------------------|
| 7,300.000 | ELECTRONIC ARTS INC 285512109 | 341,825.51 46.825 | 501,656.00 68.720 | 159,830.49 | 0.00 |
| 5,600.000 | FISERV INC 337738108 | 431,861.01 77.118 | 512,176.00 91.460 | 80,314.99 | 0.00 |
| 7,000.000 | GLOBAL PMTS INC W/I 37940X102 | 483,878.64 69.126 | 451,570.00 64.510 | 32,308.64- | 0.00 |
| 14,400.000 | INTEL CORP COMM 458140100 | 486,663.84 33.796 | 496,080.00 34.450 | 9,416.16 | 0.00 |
| 9,300.000 | MICROSOFT CORP 594918104 | 505,182.51 54.321 | 515,964.00 55.480 | 10,781.49 | 0.00 |
| 16,100.000 | NVIDIA CORP COM 67066G104 | 345,850.54 21.481 | 530,656.00 32.960 | 184,805.46 | 0.00 |
| 8,800.000 | TEXAS INSTRUMENTS INC 882508104 | 506,146.18 57.517 | 482,328.00 54.810 | 23,818.18- | 0.00 |
| 26,700.000 | WESTERN UNION CO/THE 959802109 | 481,502.04 18.034 | 478,197.00 17.910 | 3,305.04- | 0.00 |
| | TOTAL INFORMATION TECHNOLOGY | 5,809,828.78 | 6,443,414.50 | 633,585.72 | 0.00 |
| | UTILITIES | | | | |
| 4,600.000 | AMEREN CORP COM 023608102 | 146,360.73 31.818 | 198,858.00 43.230 | 52,497.27 | 0.00 |

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Statement 8

| <u>PAR VALUE/SHARES</u> | <u>DESCRIPTION</u> | <u>COST VALUE / UNIT COST</u> | <u>MARKET VALUE / UNIT PRICE</u> | <u>UNREALIZED GAIN/LOSS</u> | <u>ACCRUED INCOME</u> |
|-------------------------|--|-----------------------------------|--------------------------------------|---------------------------------|---------------------------|
| 3,900.000 | AMERICAN ELECTRIC POWER INC 025537101 | 173,442.53 44.472 | 227,253.00 58.270 | 53,810.47 | 0.00 |
| 10,900.000 | CENTERPOINT ENERGY INC COM 15189T107 | 206,089.51 18.907 | 200,124.00 18.360 | 5,965.51- | 0.00 |
| 3,000.000 | CONSOLIDATED EDISON INC 209115104 | 166,878.16 55.626 | 192,810.00 64.270 | 25,931.84 | 0.00 |
| 3,100.000 | EDISON INTL COM 281020107 | 142,464.82 45.956 | 183,551.00 59.210 | 41,086.18 | 1,488.00 |
| 2,900.000 | ENTERGY CORP NEW COM 29364G103 | 202,300.08 69.759 | 198,244.00 68.360 | 4,056.08- | 0.00 |
| 6,900.000 | EXELON CORPORATION 30161N101 | 241,172.60 34.953 | 191,613.00 27.770 | 49,559.60- | 0.00 |
| 6,200.000 | FIRSTENERGY CORP COM 337932107 | 231,286.23 37.304 | 196,726.00 31.730 | 34,560.23- | 0.00 |
| 18,800.000 | NRG ENERGY INC COM NEW 629377508 | 333,483.49 17.738 | 221,276.00 11.770 | 112,207.49- | 0.00 |
| 3,100.000 | PINNACLE WEST CAP CORP 723484101 | 157,150.31 50.694 | 199,888.00 64.480 | 42,737.69 | 0.00 |
| 5,400.000 | PUBLIC SVC ENTERPRISE GROUP INC 744573106 | 175,728.84 32.542 | 208,926.00 38.690 | 33,197.16 | 0.00 |
| TOTAL UTILITIES | | 2,176,357.30 | 2,219,269.00 | 42,911.70 | 1,488.00 |
| HEALTH CARE | | | | | |

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Statement 8

| <u>PAR VALUE/SHARES</u> | <u>DESCRIPTION</u> | <u>COST VALUE / UNIT COST</u> | <u>MARKET VALUE / UNIT PRICE</u> | <u>UNREALIZED GAIN/LOSS</u> | <u>ACCRUED INCOME</u> |
|-------------------------|--|-----------------------------------|--------------------------------------|---------------------------------|---------------------------|
| 4,200.000 | AETNA INC-NEW 00817Y108 | 219,283.46 52.210 | 454,104.00 108.120 | 234,820.54 | 0.00 |
| 4,800.000 | AMERISOURCEBERGEN CORP COM 03073E105 | 490,783.24 102.247 | 497,808.00 103.710 | 7,024.76 | 0.00 |
| 3,200.000 | AMGEN INC 031162100 | 505,255.36 157.892 | 519,456.00 162.330 | 14,200.64 | 0.00 |
| 3,300.000 | ANTHEM INC 036752103 | 288,724.78 87.492 | 460,152.00 139.440 | 171,427.22 | 0.00 |
| 28,200.000 | BOSTON SCIENTIFIC CORP COM 101137107 | 504,155.98 17.878 | 520,008.00 18.440 | 15,852.02 | 0.00 |
| 5,900.000 | CARDINAL HEALTH INC COM 14149Y108 | 488,371.74 82.775 | 526,693.00 89.270 | 38,321.26 | 2,283.30 |
| 6,000.000 | ELI LILLY & CO COM 532457108 | 291,970.66 48.662 | 505,560.00 84.260 | 213,589.34 | 0.00 |
| 5,700.000 | EXPRESS SCRIPTS HOLDING COMPANY 30219G108 | 440,535.31 77.287 | 498,237.00 87.410 | 57,701.69 | 0.00 |
| 5,100.000 | JOHNSON & JOHNSON 478160104 | 407,800.00 79.961 | 523,872.00 102.720 | 116,072.00 | 0.00 |
| 8,700.000 | MERCK & CO INC NEW 58933Y105 | 526,534.26 60.521 | 459,534.00 52.820 | 67,000.26- | 4,002.00 |

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Statement 8

| <u>PAR VALUE/SHARES</u> | <u>DESCRIPTION</u> | <u>COST VALUE / UNIT COST</u> | <u>MARKET VALUE / UNIT PRICE</u> | <u>UNREALIZED GAIN/LOSS</u> | <u>ACCRUED INCOME</u> |
|-------------------------|---|-----------------------------------|--------------------------------------|---------------------------------|---------------------------|
| 13,800.000 | PFIZER INC 717081103 | 348,773.86 25.273 | 445,464.00 32.280 | 96,690.14 | 0.00 |
| 8,100.000 | ST JUDE MED INC 790849103 | 588,745.11 72.685 | 500,337.00 61.770 | 88,408.11- | 2,349.00 |
| 4,800.000 | STRYKER CORP 863667101 | 396,009.80 82.502 | 446,112.00 92.940 | 50,102.20 | 1,824.00 |
| 4,200.000 | UNITEDHEALTH GROUP INC 91324P102 | 319,186.93 75.997 | 494,088.00 117.640 | 174,901.07 | 0.00 |
| 4,200.000 | UNIVERSAL HEALTH SVCS INC CL B 913903100 | 503,751.91 119.941 | 501,858.00 119.490 | 1,893.91- | 0.00 |
| | TOTAL HEALTH CARE | <u>6,319,882.40</u> | <u>7,353,283.00</u> | <u>1,033,400.60</u> | <u>10,458.30</u> |
| TOTAL EQUITIES | | | <u>\$ 52,498,462</u> | | |

COPY

| Form 990-PF | Other Investments | Statement | 9 |
|---|-------------------|--------------|-------------------|
| Description | Valuation Method | Book Value | Fair Market Value |
| Equity mutual funds - see stm't 9a | FMV | 76,774,696. | 76,774,696. |
| Partnership fund - alternative investment | FMV | 19,650,864. | 19,650,864. |
| Commingled real estate investment fund - alternative investment | FMV | 14,721,003. | 14,721,003. |
| Common trust fund - alternative investment | FMV | 11,813,460. | 11,813,460. |
| Offshore feeder funds - alternative investments | FMV | 4,671,349. | 4,671,349. |
| Real estate investment properties | FMV | 4,335,000. | 4,335,000. |
| Bond mutual fund | FMV | 100,621. | 100,621. |
| Total to Form 990-PF, Part II, line 13 | | 132,066,993. | 132,066,993. |

COPY

Danville Regional Foundation
EIN: 20-3319727
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Statement 9a

| <u>PAR VALUE/SHARES</u> | <u>DESCRIPTION</u> | <u>COST VALUE / UNIT COST</u> | <u>MARKET VALUE / UNIT PRICE</u> | <u>UNREALIZED GAIN/LOSS</u> | <u>ACCRUED INCOME</u> |
|-----------------------------|--|-----------------------------------|--------------------------------------|---------------------------------|---------------------------|
| <u>MUTUAL FUNDS</u> | | | | | |
| MUTUAL FUNDS - EQUITY | | | | | |
| 778,329.031 | VANGUARD GROWTH INDEX FUND INSTITUTIONAL CLASS #0868 922908868 | 21,434,846.12 27.540 | 42,629,081.03 54.770 | 21,194,234.91 | 0.00 |
| TOTAL MUTUAL FUNDS - EQUITY | | <u>21,434,846.12</u> | <u>42,629,081.03</u> | <u>21,194,234.91</u> | <u>0.00</u> |

COPY

Danville Regional Foundation
EIN: 20-3319727
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Statement 9a

| <u>PAR VALUE/SHARES</u> | <u>DESCRIPTION</u> | <u>COST VALUE / UNIT COST</u> | <u>MARKET VALUE / UNIT PRICE</u> | <u>UNREALIZED GAIN/LOSS</u> | <u>ACCRUED INCOME</u> |
|-----------------------------|---|-----------------------------------|--------------------------------------|---------------------------------|---------------------------|
| <u>MUTUAL FUNDS</u> | | | | | |
| MUTUAL FUNDS - EQUITY | | | | | |
| 2,103,862.540 | VANGUARD DEVELOPED MARKETS INDEX FUND CLASS INST #137 921943882 | 23,271,915.80 11.062 | 24,888,693.85 11.830 | 1,616,778.05 | 0.00 |
| TOTAL MUTUAL FUNDS - EQUITY | | <u>23,271,915.80</u> | <u>24,888,693.85</u> | <u>1,616,778.05</u> | <u>0.00</u> |

COPY

Danville Regional Foundation
EIN: 20-3319727
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Statement 9a

| <u>PAR VALUE/SHARES</u> | <u>DESCRIPTION</u> | <u>COST VALUE / UNIT COST</u> | <u>MARKET VALUE / UNIT PRICE</u> | <u>UNREALIZED GAIN/LOSS</u> | <u>ACCRUED INCOME</u> |
|-----------------------------|--|-----------------------------------|--------------------------------------|---------------------------------|---------------------------|
| <u>MUTUAL FUNDS</u> | | | | | |
| MUTUAL FUNDS - EQUITY | | | | | |
| 688,759.030 | LAZARD EMERGING MARKETS PORTFOLIO #638 52106N889 | 12,842,913.56 18.646 | 9,256,921.36 13.440 | 3,585,992.20- | 0.00 |
| TOTAL MUTUAL FUNDS - EQUITY | | <u>12,842,913.56</u> | <u>9,256,921.36</u> | <u>3,585,992.20-</u> | <u>0.00</u> |

Total Equity Mutual Funds:

\$ 76,774,696

COPY

| Asset No. | Description | Date Acquired | Method | Life | Line No. | Unadjusted Cost Or Basis | Bus % Excl | Reduction In Basis | Basis For Depreciation | Accumulated Depreciation | Current Sec 179 | Current Year Deduction |
|-----------|--------------------------------|---------------|--------|-------|----------|--------------------------|------------|--------------------|------------------------|--------------------------|-----------------|------------------------|
| 1 | Software | 011007 | SL | 3.00 | 16 | 22,565. | | | 22,565. | 22,565. | | 0. |
| 2 | Additional software licenses | 072407 | SL | 2.50 | 16 | 2,414. | | | 2,414. | 2,414. | | 0. |
| 3 | Server and computer equipment | 121207 | SL | 3.00 | 16 | 5,014. | | | 5,014. | 5,014. | | 0. |
| 4 | Computers | 022808 | SL | 3.00 | 16 | 2,658. | | | 2,658. | 2,658. | | 0. |
| 5 | Computers | 031008 | SL | 3.00 | 16 | 1,712. | | | 1,712. | 1,712. | | 0. |
| 6 | Phone system | 043008 | SL | 5.00 | 16 | 6,641. | | | 6,641. | 6,641. | | 0. |
| 7 | Computers | 040108 | SL | 3.00 | 16 | 1,504. | | | 1,504. | 1,504. | | 0. |
| 8 | Website upgrades | 080108 | SL | 3.00 | 16 | 10,691. | | | 10,691. | 10,691. | | 0. |
| 9 | Phones/security | 090111 | SL | 5.00 | 16 | 38,250. | | | 38,250. | 33,150. | | 7,650. |
| 10 | Furniture | 100611 | SL | 8.00 | 16 | 72,746. | | | 72,746. | 38,646. | | 9,093. |
| 11 | Board table and chairs | 120211 | SL | 8.00 | 16 | 16,196. | | | 16,196. | 8,267. | | 2,025. |
| 12 | Alarm system | 120211 | SL | 5.00 | 16 | 4,428. | | | 4,428. | 3,616. | | 886. |
| 13 | Building (capital lease asset) | 120111 | SL | 20.00 | 16 | 891,000. | | | 891,000. | 181,912. | | 44,550. |
| 14 | Automobile | 053012 | SL | 5.00 | 16 | 35,888. | | | 35,888. | 18,895. | | 4,762. |
| 15 | Server | 103012 | SL | 5.00 | 16 | 7,996. | | | 7,996. | 3,865. | | 1,599. |
| 16 | Office Furniture | 123113 | SL | 5.00 | 16 | 7,469. | | | 7,469. | 3,734. | | 1,867. |
| 17 | Computer equipment | 060114 | SL | 3.00 | 16 | 3,041. | | | 3,041. | 1,605. | | 1,014. |
| 18 | Leasehold improvements | 040114 | SL | 17.00 | 16 | 2,597. | | | 2,597. | 269. | | 154. |

COPY

| Asset No. | Description | Date Acquired | Method | Life | Line No. | Unadjusted Cost Or Basis | Bus % Excl | Reduction In Basis | Basis For Depreciation | Accumulated Depreciation | Current Sec 179 | Current Year Deduction |
|-----------------------------|------------------------|---------------|--------|-------|----------|--------------------------|------------|--------------------|------------------------|--------------------------|-----------------|------------------------|
| 19 | Notebook computers | 061814 | SL | 3.00 | 16 | 6,664. | | | 6,664. | 3,332. | | 2,221. |
| 20 | Leasehold improvements | 080114 | SL | 17.00 | 16 | 13,708. | | | 13,708. | 1,154. | | 814. |
| 21 | Leasehold improvements | 120114 | SL | 17.00 | 16 | 56,167. | | | 56,167. | 3,596. | | 3,320. |
| 31 | Website upgrades | 111315 | SL | 3.00 | 16 | 34,370. | | | 34,370. | 1,909. | | 1,909. |
| * Total 990-PF Pg 1 Depr | | | | | | 1243719. | | 0. | 1243719. | 357,149. | 0. | 81,864. |

COPY

| Form 990-PF | Other Assets | | Statement 11 |
|--|-------------------------------|---------------------------|----------------------|
| Description | Beginning of Yr Book Value | End of Year Book Value | Fair Market Value |
| Accrued interest and dividends receivable | 52,861. | 49,857. | 49,857. |
| Receivable for return of grant funds | 110,460. | 0. | 0. |
| To Form 990-PF, Part II, line 15 | 163,321. | 49,857. | 49,857. |

COPY

Form 990-PF

Other Notes and Loans Payable

Statement 12

| <u>Lender's Name</u> | <u>Terms of Repayment</u> | <u>Security Provided by Borrower</u> |
|---|---------------------------|--------------------------------------|
| Industrial Development Authority of Danville | 6,105 monthly | Building |

| <u>Date of Note</u> | <u>Maturity Date</u> | <u>Original Loan Amount</u> | <u>Interest Rate</u> | <u>Purpose of Loan</u> |
|-------------------------|--------------------------|---------------------------------|--------------------------|--------------------------|
| 12/01/11 | 11/30/31 | 891,000. | 5.45% | Capital lease - building |

Relationship of Lender

None

Balance Due

778,412.

| <u>Lender's Name</u> | <u>Terms of Repayment</u> | <u>Security Provided by Borrower</u> |
|------------------------|---------------------------|--------------------------------------|
| Imperial Danville, LLC | 32,376 annually | Real estate |

| <u>Date of Note</u> | <u>Maturity Date</u> | <u>Original Loan Amount</u> | <u>Interest Rate</u> | <u>Purpose of Loan</u> |
|-------------------------|--------------------------|---------------------------------|--------------------------|--|
| 12/09/14 | 12/09/19 | 250,000. | 5.00% | Finance the purchase of real estate investment property |

Relationship of Lender

None

Balance Due

250,000.

COPY

| <u>Lender's Name</u> | | <u>Terms of Repayment</u> | <u>Security Provided by Borrower</u> |
|----------------------|--|-----------------------------|--------------------------------------|
| DVMS, L.C. | | balloon payment at maturity | Real estate |

| <u>Date of Note</u> | <u>Maturity Date</u> | <u>Original Loan Amount</u> | <u>Interest Rate</u> | <u>Purpose of Loan</u> |
|---------------------|----------------------|-----------------------------|----------------------|---|
| 04/01/15 | 03/28/16 | 200,000. | .00% | Finance the purchase of real estate investment property |

Relationship of Lender

None

Balance Due

200,000.

| <u>Lender's Name</u> | | <u>Terms of Repayment</u> | <u>Security Provided by Borrower</u> |
|-----------------------------------|--|--|--------------------------------------|
| Diversified Capital-Virginia, LLC | | 2,958 monthly for the 1st 12 mo's; then \$3,247 monthly with a balloon payment due at maturity | Real estate |

| <u>Date of Note</u> | <u>Maturity Date</u> | <u>Original Loan Amount</u> | <u>Interest Rate</u> | <u>Purpose of Loan</u> |
|---------------------|----------------------|-----------------------------|------------------------------------|---|
| 07/31/15 | 08/01/25 | 510,000. | 3.5% for the 1st yr; 5% thereafter | Finance the purchase of real estate investment property |

Relationship of Lender

None

Balance Due

504,093.

COPY

| <u>Lender's Name</u> | <u>Terms of Repayment</u> | <u>Security Provided by Borrower</u> |
|---------------------------------|---------------------------|--------------------------------------|
| Piedmont Lands of Virginia, LLC | 42,859 annually | Real estate |

| <u>Date of Note</u> | <u>Maturity Date</u> | <u>Original Loan Amount</u> | <u>Interest Rate</u> | <u>Purpose of Loan</u> |
|---------------------|----------------------|-----------------------------|----------------------|---|
| 07/16/15 | 07/15/25 | 335,000. | 4.80% | Finance the purchase of real estate investment property |

Relationship of Lender

None

Balance Due

335,000.

| <u>Lender's Name</u> | <u>Terms of Repayment</u> | <u>Security Provided by Borrower</u> |
|---------------------------------------|---------------------------|--------------------------------------|
| Jerome D. Cook, Sr. & Barbara T. Cook | 34,521 annually | Real estate |

| <u>Date of Note</u> | <u>Maturity Date</u> | <u>Original Loan Amount</u> | <u>Interest Rate</u> | <u>Purpose of Loan</u> |
|---------------------|----------------------|-----------------------------|----------------------|---|
| 09/25/15 | 09/25/25 | 280,000. | 4.00% | Finance the purchase of real estate investment property |

Relationship of Lender

None

Balance Due

280,000.

Total to Form 990-PF, Part II, line 21, Column B

2,347,505.

COPY

| Form 990-PF | Other Liabilities | Statement | 13 |
|--|-------------------|------------|----|
| Description | BOY Amount | EOY Amount | |
| Federal deferred excise tax | 979,941. | 822,941. | |
| Total to Form 990-PF, Part II, line 22 | 979,941. | 822,941. | |

| | | | |
|-------------|---|-----------|----|
| Form 990-PF | Part VIII - List of Officers, Directors Trustees and Foundation Managers | Statement | 14 |
|-------------|---|-----------|----|

| Name and Address | Title and Avrg Hrs/Wk | Compen- sation | Employee Ben Plan Expense Contrib Account | |
|---|--|-------------------|---|--------|
| Karl Stauber 512 Bridge St., #100 Danville, VA 24541 | President & CEO 40.00 | 442,180. | 53,971. | 6,342. |
| Gary Waldman 512 Bridge St., #100 Danville, VA 24541 | Treasurer & CFO 40.00 | 150,010. | 29,462. | 0. |
| Charles Majors 512 Bridge St., #100 Danville, VA 24541 | Chair (Jan.-May); Director (May-Dec.) 1.00 | 0. | 0. | 0. |
| Greg Hairston 512 Bridge St., #100 Danville, VA 24541 | Vice Chair (Jan.-May); Chair(May-Dec.) 1.00 | 0. | 0. | 0. |
| Shirley Jo Hite 512 Bridge St., #100 Danville, VA 24541 | Secretary 35.00 | 49,704. | 18,804. | 0. |
| Carolyn Evans 512 Bridge St., #100 Danville, VA 24541 | Director (May-Dec.) 1.00 | 0. | 0. | 0. |
| George Daniel 512 Bridge St., #100 Danville, VA 24541 | Director 1.00 | 0. | 0. | 0. |
| Ben Davenport 512 Bridge St., #100 Danville, VA 24541 | Director (Jan.-May) 1.00 | 0. | 0. | 0. |

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Danville Regional Foundation20-3319727

| | | | | |
|--|--|----|----|----|
| Betty Jo Foster 512 Bridge St., #100 Danville, VA 24541 | Director (Jan.-May) 1.00 | 0. | 0. | 0. |
| Wayne Wilson 512 Bridge St., #100 Danville, VA 24541 | Director (Jan.-May) 1.00 | 0. | 0. | 0. |
| Rachael Sanford 512 Bridge St., #100 Danville, VA 24541 | Director 1.00 | 0. | 0. | 0. |
| William Henderson 512 Bridge St., #100 Danville, VA 24541 | Director 1.00 | 0. | 0. | 0. |
| Chris Eastwood 512 Bridge St., #100 Danville, VA 24541 | Director 1.00 | 0. | 0. | 0. |
| Rick Barker 512 Bridge St., #100 Danville, VA 24541 | Director(Jan.-May);Vice Chair(May-Dec) 1.00 | 0. | 0. | 0. |
| Tammy Warren, Advisory Member- 512 Bridge St., #100 Danville, VA 24541 | non-voting (Jan.-May);Dir.(May-Dec.) 1.00 | 0. | 0. | 0. |
| Yancey Smith 512 Bridge St., #100 Danville, VA 24541 | Advisory Member-non-voting (Jan.-May) 1.00 | 0. | 0. | 0. |
| Paul Ashworth 512 Bridge St., #100 Danville, VA 24541 | Advisory Member-non-voting 1.00 | 0. | 0. | 0. |
| Bryan Price 512 Bridge St., #100 Danville, VA 24541 | Advisory Member-non-voting 1.00 | 0. | 0. | 0. |
| Tommy Stump 512 Bridge St., #100 Danville, VA 24541 | Director (May-Dec.) 1.00 | 0. | 0. | 0. |
| Paul Erwin 512 Bridge St., #100 Danville, VA 24541 | Advisory Member-non-voting (May-Dec.) 1.00 | 0. | 0. | 0. |
| Missy Gould 512 Bridge St., #100 Danville, VA 24541 | Advisory Member-non-voting (May-Dec.) 1.00 | 0. | 0. | 0. |

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Danville Regional Foundation

20-3319727

Laurie Moran
512 Bridge St., #100
Danville, VA 24541

Director (May-Dec.)
1.00

0.

0.

0.

Totals included on 990-PF, Page 6, Part VIII

641,894.

102,237.

6,342.

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Grants Paid

| Grantee's Name | Grantee's Address | Relationship to Danville Regional Foundation | Foundation Status of Recipient | Purpose of Grant | Amount |
|---|---|---|---|--|---------|
| Averett University | 420 West Main Street Danville, VA 24541 | None | PC - 501(c)(3) | College Bonanza | 7,582 |
| Averett University | 420 West Main Street Danville, VA 24541 | None | PC - 501(c)(3) | National Service Learning Conference | 7,041 |
| Boys & Girls Club of the Danville Area | 123 Foster Street Danville, VA 24541 | None | PC - 501(c)(3) | Spoken Word in the Dan River Region project | 19,594 |
| Caswell County Schools | 353 County Home Road Yanceyville, NC 27379 | None | PC - Political Subdivision of the State of NC | 1:1 Caswell Flow program | 367,000 |
| Caswell County Public Schools | 353 County Home Road Yanceyville, NC 27379 | None | PC - Political Subdivision of the | Education Leaders Grant | 24,109 |
| Caswell County Public Schools | 353 County Home Road Yanceyville, NC 27379 | None | PC - Political Subdivision of the State of NC | Service Learning projects | 3,000 |
| City of Danville | PO Box 3300 Danville, VA 24543 | None | PC - Political Subdivision of the Commonwealth of VA | China Strategy | 100,000 |
| City of Danville Parks, Recreation & Tourism | P. O. Box 3300 Danville, VA 24543 | None | PC - Political Subdivision of the Commonwealth of VA | Dannie Project | 25,000 |

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Grants Paid

| Grantee's Name | Grantee's Address | Relationship to Danville Regional Foundation | Foundation Status of Recipient | Purpose of Grant | Amount |
|---|--|---|---|---|---------|
| City of Danville Parks, Recreation & Tourism | P. O. Box 3300 Danville, VA 24543 | None | PC - Political Subdivision of the Commonwealth of VA | Danville Art Trail | 7,500 |
| City of Danville Parks, Recreation & Tourism | P. O. Box 3300 Danville, VA 24543 | None | PC - Political Subdivision of the Commonwealth of VA | River District Re-Branding | 50,000 |
| City of Danville Parks, Recreation & Tourism | P. O. Box 3300 Danville, VA 24543 | None | PC - Political Subdivision of the Commonwealth of VA | Community Market capacity building | 18,820 |
| City of Danville Parks, Recreation & Tourism | P. O. Box 3300 Danville, VA 24543 | None | PC - Political Subdivision of the Commonwealth of VA | Maker Lab | 19,570 |
| Community Foundation of the Dan River Region | 541 Loyal Street Danville, VA 24541 | None | PC - 501(c)(3) | Community grants | 250,000 |
| Dan River Basin Association | 413 Church Street, Suite 401 Eden, NC 27288 | None | PC - 501(c)(3) | Establish office & expand services in the region | 131,500 |
| Danville After Hours Rotary | 115 Forest Court Danville, VA 24540 | None | PC - 501(c)(3) | MMH - Stewardship, education re: storm drain | 6,147 |
| Danville Church-Based Tutorial Program, Inc. | P.O. Box 5482 Danville, VA 24540 | None | PC - 501(c)(3) | Planning grant re: Faith-Based collaborative | 24,558 |

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Grants Paid

| Grantee's Name | Grantee's Address | Relationship to Danville Regional Foundation | Foundation Status of Recipient | Purpose of Grant | Amount |
|--|--|---|---|---|---------|
| Danville Community College Educational Foundation | 1008 South Main Street Danville, VA 24541 | None | PC - 501(c)(3) | Expand Career Coach program | 84,200 |
| Danville Family YMCA | 810 Main Street Danville, VA 24541 | None | PC - 501(c)(3) | Additional funds to complete capital campaign | 275,000 |
| Danville Historical Society | PO Box 6 Danville, VA 24543 | None | PC - 501(c)(3) | MMH - Reimagine Home (DR Mills sign) | 15,000 |
| Danville Pittsylvania Chamber Foundation | P. O. Box 99 Blairs, VA 24527 | None | PC - 501(c)(3) | Young Entrepreneurs Academy (YEA!) | 12,000 |
| Danville Pittsylvania Chamber Foundation | P. O. Box 99 Blairs, VA 24527 | None | PC - 501(c)(3) | Teacher Creativity Grant | 150,000 |
| Danville Pittsylvania County Chamber Foundation | P. O. Box 99 Blairs, VA 24527 | None | PC - 501(c)(3) | Healthy school meals (amendment to prior year grant) | 4,964 |
| Danville Public Schools | 341 Main Street, Suite 100 Danville, VA 24543 | None | PC - Political Subdivision of the Commonwealth of VA | Matching grant for school board training | 2,400 |
| Danville Science Center Foundation | 677 Craghead Street Danville, VA 24541 | None | PC - 501(c)(3) | Planning grant | 25,000 |
| Festival in the Park, Inc. | PO Box 3300 Danville, VA 24543 | None | PC - 501(c)(3) | MMH - Sand Sculpture, Photography & Art project | 13,250 |
| God's Storehouse | 750 Memorial Drive Danville, VA 24541 | None | PC - 501(c)(3) | Community engagement-Ashby award | 50,000 |
| Gretna Little Theatre | 228 Zion Road Gretna, VA 24557 | None | PC - 501(c)(3) | Funding match for roof repair | 9,200 |

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Grants Paid

| Grantee's Name | Grantee's Address | Relationship to Danville Regional Foundation | Foundation Status of Recipient | Purpose of Grant | Amount |
|--|---|---|---|--|---------|
| High Street Baptist Church | 630 High Street Danville, VA 24541 | None | PC - Church | Civil rights event | 8,600 |
| Industrial Development Authority of Danville | P. O. Box 3300 Danville, VA 24543 | None | PC - Political Subdivision of the Commonwealth of VA | Economic development-Downtown Danville revitalization | 50,000 |
| Institute for Advanced Learning & Research | 150 Slayton Avenue Danville, VA 24540 | None | PC - 501(c)(3) | Funding for Capstone program | 836,000 |
| Institute for Advanced Learning & Research | 150 Slayton Avenue Danville, VA 24540 | None | PC - 501(c)(3) | DR Year Americorps - Choose SOVA | 216,000 |
| Institute for Advanced Learning & Research Foundation | 150 Slayton Avenue Danville, VA 24540 | None | SO II | SOVA Youth Expo | 15,000 |
| Longwood University Small Bus. Development Center | 515 Main Street Farmville, VA 23909 | None | PC - 501(c)(3) | SBDC needs assessment & operational planning | 23,600 |
| Martinsville Henry County Coalition for Health and Wellness | 22 East Church Street, Suite 311 Martinsville, VA 24112 | None | PC - 501(c)(3) | Get Fit Program | 215,230 |
| MDC/MBF | 307 West Main Street Durham, NC 27701 | None | PC - 501(c)(3) | Create & fund Middle Border Forward organization | 491,200 |
| Milton Preservation & Beautification Society, Inc. | PO Box 36 Milton, NC 27305 | None | PC - 501(c)(3) | MMH - Milton Street Fair | 9,750 |
| Milton Preservation & Beautification Society, Inc. | PO Box 36 Milton, NC 27305 | None | PC - 501(c)(3) | MMH - Milton Mural Project | 6,940 |

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Grants Paid

| Grantee's Name | Grantee's Address | Relationship to Danville Regional Foundation | Foundation Status of Recipient | Purpose of Grant | Amount |
|---|--|---|---|---|-----------|
| Piedmont Access to Health Services, Inc. | 705 Main Street Danville, VA 24541 | None | PC - 501(c)(3) | Pediatric Behavioral Health Task Force | 9,453 |
| Piedmont Community College | PO Box 1197 Roxboro, NC 27573 | None | PC - Political Subdivision of the State of NC | MMH - outdoor fitness area | 25,000 |
| Piney Grove Missionary Baptist Church | 3660 Piney Road Gretna, VA 24557 | None | PC - Church | MMH - Trail and Playground | 25,000 |
| PPL Foundation | 24 Military Drive Chatham, VA 24531 | None | PC - 501(c)(3) | History Harvest Program | 6,000 |
| River District Festival Inc. (Danville Area Assoc. for the Arts) | PO Box 498 Danville, VA 24543 | None | PC - 501(c)(3) | Support annual festival | 75,000 |
| Saint John's United Methodist Church | 120 Sharon Lane Danville, VA 24540 | None | PC - Church | Backpack meal program | 15,000 |
| The Launch Place (fka, Southside Business Tech. Center) | 527 Bridge St #200 Danville, VA 24541 | None | PC - 501(c)(3) | Increase entrepreneurs & living wage job opportunities | 1,308,000 |
| Thomas Day House Union Tavern Restoration, Inc. | 148 Broad St Milton NC 27305 | None | PC - 501(c)(3) | MMH - Thomas Day Performance Festival | 21,857 |
| Town of Gretna | 107 South Shelton Street Gretna, VA 24557 | None | PC - Political Subdivision of the Commonwealth of VA | MMH - GretnaFest event | 10,000 |
| United Way of Danville- Pittsylvania County | 308 Craghead Street, Suite 104 Danville, VA 24541 | None | PC - 501(c)(3) | Dan River Nonprofit Network Implementation | 79,700 |

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Grants Paid

| Grantee's Name | Grantee's Address | Relationship to Danville Regional Foundation | Foundation Status of Recipient | Purpose of Grant | Amount |
|--|---|---|---|---|--------------------|
| Virginia Early Childhood Foundation | 1703 N Parham Rd #110 Richmond, VA 23229 | None | PC - 501(c)(3) | 0-5 educational capacity and programs to close the education gap | 497,180 |
| Virginia Tech | Office of Sponsored Programs 1880 Pratt Dr., Ste. 2006 Blacksburg, VA 24060 | None | PC - Political Subdivision of the Commonwealth of VA | SOVA Agricultural Experience | 12,955 |
| Total Grants Paid | | | | | <u>\$5,659,900</u> |

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Grants approved for future payment

| Grantee's Name | Grantee's Address | Relationship to Danville Regional Foundation | Foundation Status of Recipient | Purpose of Grant | Amount |
|--|---|---|---|---|-----------|
| Averett University | 420 West Main Street Danville, VA 24541 | None | PC - 501(c)(3) | Center for Community Engagement & Career Competitiveness | 1,415,050 |
| Caswell County | P. O. Box 98 144 Court Square Yanceyville, NC 27379 | None | PC - Political Subdivision of the State of NC | MMH - historic millstone project | 23,572 |
| Community Foundation of the Dan River Region | 541 Loyal Street Danville, VA 24541 | None | PC - 501(c)(3) | Community grants | 250,000 |
| Danville Cancer Association, Inc. | 223 Riverview Drive, Suite J Danville, VA 24541 | None | PC - 501(c)(3) | 2016 Ashby Award | 50,000 |
| Danville Community College Educational Foundation | 1008 South Main Street Danville, VA 24541 | None | PC - 501(c)(3) | Welding & Precision Machining Technology Program Expansion | 1,975,967 |
| Danville Pittsylvania Chamber Foundation | P. O. Box 99 Blairs, VA 24527 | None | PC - 501(c)(3) | Teacher Creativity Grant | 150,000 |
| Dan River Business Development Center | 300 Ringgold Industrial Parkway Danville, VA 24540 | None | PC - 501(c)(3) | Space modification - matching grant | 20,823 |
| Downtown Danville Association | PO Box 853 Danville, VA 24543 | None | PC - 501(c)(3) | Implement strategic plan | 175,000 |
| IALR | 150 Slayton Avenue Danville, VA 24540 | None | PC - 501(c)(3) | Funding for Capstone program | 664,772 |
| Industrial Development Authority of Danville | P. O. Box 3300 Danville, VA 24543 | None | PC - Political Subdivision of the Commonwealth of VA | Economic development-Downtown Danville revitalization | 50,000 |

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Grants approved for future payment

| Grantee's Name | Grantee's Address | Relationship to Danville Regional Foundation | Foundation Status of Recipient | Purpose of Grant | Amount |
|--|--|---|-----------------------------------|--|---------------------|
| Smart Beginnings of Danville & Pittsylvania County | 133 Robertson Avenue Danville, VA 24541 | None | PC - 501(c)(3) | Continue & expand regional effort to improve educational outcomes | 2,926,000 |
| The Launch Place (fka, Southside Business Tech. Center) | 527 Bridge St #200 Danville, VA 24541 | None | PC - 501(c)(3) | Increase entrepreneurs & living wage job opportunities | 5,832,000 |
| Total Grants Approved for Future Payment | | | | | <u>\$13,533,184</u> |

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GRANT PROPOSAL GUIDELINES

Overview

The region served by Danville Regional Foundation (DRF) has faced many challenges in the last decade - economic, health, educational, and social. Because these challenges are ongoing, DRF is committed to working with organizations that strive to create a healthy and thriving Danville/Pittsylvania County/Caswell County region.

DRF supports regional improvement through funding initiatives:

Proposed by others (responsive grant making) that show potential for significantly impacting present problems by converting them into opportunities for ultimate success, created by DRF to stimulate sustainable progress in the region (request for proposals), and developed because of unanticipated opportunities where DRF funds, in cooperation with others, can enable productive advances that might not otherwise be attainable.

DRF will consider requests that reflect its mission, values, and areas of focus. Beyond these previously-stated specifics, funding is given greater consideration when the application demonstrates intersection of three areas: need, opportunity, and potential impact.

DRF anticipates requests will exceed available funds. Grants will be made based on a competitive process; but, regardless, some very worthy projects will not receive funding.

Letters of Inquiry or proposals may be submitted at any time and the review process will begin when they arrive at the DRF Office. Depending on the time of year when a Letter of Inquiry is received (and a possible proposal), the entire process (inquiry to receipt of funds) may take as little as three months or as much as eight.

Please review prior awarded grants for more information.

Application Process for Responsive Grants

The application process for responsive grants traditionally consists of two steps:

- Step One: Letter of Inquiry
- Step Two: Proposal (if requested by DRF after submission of Letter of Inquiry).

Organizations now have the option of submitting either a Letter of Inquiry (LOI) or a full proposal as Step One. While DRF recommends sending the LOI first, some applicants feel that the two step approach (LOI first, then proposal) does not give them the full opportunity to "tell their story" with the Letter of Inquiry.

All potential applicants are encouraged to meet with staff prior to submitting either an LOI or a proposal. While this is not required, it will provide applicants with the opportunity to discuss an idea with a Program Officer and get a better sense of whether to submit an LOI or a proposal as the first step.

Letters of Inquiry, submitted at any time, will be reviewed by staff and the appropriate Board committee relative to date received. Based on the Letters of Inquiry, DRF will select applicants to submit proposals. At that time, applicants will be informed of the deadline for submission.

While discussions with staff are welcome, action by the DRF Board is required for an organization to receive a grant.

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Step 1: Letter of Inquiry

Letters of Inquiry should be directed to:

Karl Stauber
President & CEO, DRF
512 Bridge Street, Suite 100
Danville, VA 24541
kstauber@drfonline.org

Alternatively, you can submit a Word document or PDF Letter of Inquiry online.

Letters of Inquiry should be brief (no more than three pages) and should include:

- the name, address, and tax status of the possible applicant
- the purpose of the possible grant
- the explanation of how it meets the criteria (mission, values, and areas of focus outlined above)
- the amount being requested from DRF

The letter should identify the need, opportunity, and potential impact of the proposal if funded. Finally, the letter should identify briefly how the effort will be sustained after DRF funding ceases. The Foundation will consider requests that occur in stages, such as a planning grant inquiry followed by implementation as a follow-on inquiry. DRF's goal is to respond to all Letters of Inquiry within 90 days.

The "Multiplier Effect" is important in grant applications. The region's needs are great, far in excess of DRF's financial means. While needs are important, DRF focuses on opportunities to award grants that reflect not just present need but also create opportunity and potential impact.

In your Letter of Inquiry, DRF wants to know:

- what need(s) will be addressed
- how opportunity will be harnessed to produce a long-term solution
- how the potential impact will demonstrate a "multiplier effect" that goes beyond direct beneficiaries

An application should show how a grant, combined with other resources, will change the conditions of the region to influence one or more of the outcomes below. DRF's efforts target four areas of focus. Successful grant requests will reflect these outcomes:

- Economic Transformation to develop a rising standard of living, including increased income, assets, and economic security across the region
- Educational Attainment to ensure that educational readiness, in-school achievement, and post-secondary success are the regional norm
- Health and Wellness to produce healthy people in healthy communities
- Community Engagement to build deep civic support for community innovations and to broaden and deepen the leadership base

DRF believes that long-term investments in these areas are among the most beneficial for the region and its people.

Step 2: Proposal (Step 1 is optional but recommended)

When requested (after reviewing an organization's Letter of Inquiry), proposals are due by the dates identified in correspondence from DRF.

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The proposal should include, but not be limited to:

Summary

The short version of who, why, what, where, how and how much

Organization

Your organization's history, programs, structure, overall budget, board and key staff, accomplishments, other items that establish credibility

Need and Opportunity To Be Addressed

Explain why this proposal is important, its relationship to DRF's priorities, present specifics about the basic issues, explain the consequences of inaction, note participation in or lack thereof with regional organizations presently working on this area. Make sure the proposal specifically focuses on the community, region, or target populations' needs.

Use of Resources

Provide a work plan, outline specific activities, explain the target audience and how members will be served, explain worker qualifications and projected employees, and include a specific time line.

Impact of This Effort

Discuss the difference the project will make and to whom; explain how DRF funding will change the conditions that caused the need/problem; discuss the evaluation or assessment strategies and the person or organization responsible for evaluation.

Other funding

Include information about other funders and public support; explain where the project fits into your organization's priorities; and discuss the plan for the project's sustainability after DRF funding ends.

Budget

Explain how the money will be spent; provide a budget that projects expenses and income including key costs critical to this effort (such as personnel, rent, supplies, transportation, non-staff consultants); show these projections for the life of the request and at least one year beyond.

Supplementary Information

Include a Board list with affiliations, tax ruling letter from IRS, full organizational budget, list of funders, a copy of last two audits, resumes of key staff, recent newspaper or other articles about your work.

Negative Information

If your organization is in the middle of a lawsuit, has a funder who is about to drop the organization, has high staff turnover, etc., it is always better to tell DRF rather than have the Board learn it from other sources. Grant application and funding is about trust.

The proposal may be submitted online using the Grant Application form or the information may be typed and submitted by mail, fax, email, or hand-delivery. The same information is required regardless of the way it is submitted.

If DRF awards a grant, the recipient organization may be required to collect, benchmark, and measure data related to the project.

Capital Projects

Early in its history, DRF completely funded several capital projects as part of a settlement with the Internal Revenue Service (IRS). DRF may continue to fund capital projects, but only when the projects meet certain criteria.

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Capital projects, such as building construction, debt reduction, and endowment, may be partially funded if they are explicitly tied to one or more DRF outcomes, benefit a significant portion of the region, demonstrate broad-based support, have a significant multiplier effect, significantly increase the core capacity of an organization, or have an extraordinary impact in the region. In the unusual circumstance when DRF does choose to fund a capital project, funding would normally be limited to 40 percent or less of the project's estimated cost.

Funding Requirements

When considering funding requests, DRF looks for the following qualifications:

- Programs operating or benefiting primarily those who live in Danville and Pittsylvania County in Virginia and Caswell County in North Carolina;
- Organizations that have 501(c)(3) nonprofit charitable or government status; however, requests that substitute or supplant funding that is the legitimate responsibility of government will not be considered (see Other Information below, bullet 4).
- Specific, focused requests; however, dinners, benefits, and other fundraisers are excluded.

Other Information

- If an application is declined, DRF will give the most specific reason possible.
- DRF provides support and limited guidelines to the Community Foundation of the Dan River Region (CFDRR) regarding what is funded from the Danville Regional Foundation Fund; however, CFDRR makes independent decisions about funding.
- Some applicants feel that DRF should be assisting them in fundraising or at least making referrals. Where easy, it makes sense to do this, but DRF does not have the staff to do research for applicants, especially with organizations with whom we do not share mission or strategy.
- On occasion, DRF may consider requests to supplement government funds when major benefits to the region and DRF's mission are apparent; however, requests from units of government that have their own capacity to raise funds, or requests that are intended to reduce the funding responsibilities of taxing authorities will be declined (see Funding Requirements above, bullet 2).
- Grants will not be made to faith-based institutions for religious purposes.
- Extraordinary circumstances would be needed in order to fund grants to fire departments, rescue squads, and public safety organizations. Projects would need to produce one or more of the Foundation's four outcomes and have a significant multiplier effect upon a substantial portion of DRF's region.
- Individuals, regardless of their situation, do not qualify as eligible grant recipients.

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Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on **e-file for Charities & Nonprofits**.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

| Type or print | Name of exempt organization or other filer, see instructions. | Enter filer's identifying number |
|--|---|--|
| | Danville Regional Foundation | Employer identification number (EIN) or 20-3319727 |
| File by the due date for filing your return. See instructions. | Number, street, and room or suite no. If a P.O. box, see instructions. 512 Bridge Street, No. 100 | Social security number (SSN) |
| | City, town or post office, state, and ZIP code. For a foreign address, see instructions. Danville, VA 24541 | |

Enter the Return code for the return that this application is for (file a separate application for each return)

| Application Is For | Return Code | Application Is For | Return Code |
|--|-------------|-----------------------------------|-------------|
| Form 990 or Form 990-EZ | 01 | Form 990-T (corporation) | 07 |
| Form 990-BL | 02 | Form 1041-A | 08 |
| Form 4720 (individual) | 03 | Form 4720 (other than individual) | 09 |
| Form 990-PF | 04 | Form 5227 | 10 |
| Form 990-T (sec. 401(a) or 408(a) trust) | 05 | Form 6069 | 11 |
| Form 990-T (trust other than above) | 06 | Form 8870 | 12 |

Gary Waldman, CFO & Treasurer

• The books are in the care of ► **512 Bridge Street, Suite 100 - Danville, VA 24541**
Telephone No. ► **434-799-2176** Fax No. ►

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **August 15, 2016**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2015** or
► tax year beginning , and ending .

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

| | | | |
|--|----|----|-----------------|
| 3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions. | 3a | \$ | 250,000. |
| b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit. | 3b | \$ | 225,000. |
| c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions. | 3c | \$ | 25,000. |

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.



Department of Treasury
Internal Revenue Service
Ogden UT 84201

144611.517609.466099.26043 1 AT 0.399 373



DANVILLE REGIONAL FOUNDATION
% GARY WALDMAN
512 BRIDGE ST SUITE 100
DANVILLE VA 24541-1406

4611

| | |
|--------------------|--|
| Notice | CP211A |
| Tax period | December 31, 2015 |
| Notice date | June 20, 2016 |
| Employer ID number | 20-3319727 |
| To contact us | Phone 1-877-829-5500 FAX 801-620-5555 |

Page 1 of 1

Important information about your December 31, 2015 Form 990PF

We approved your Form 8868, Application for Extension of Time To File an Exempt Organization Return

We approved the Form 8868 for your
December 31, 2015 Form 990PF.
Your new due date is August 15, 2016.

What you need to do

File your December 31, 2015 Form 990PF by August 15, 2016.

Visit www.irs.gov/charities to learn about approved e-File providers, what types of returns can be filed electronically, and whether you are required to file electronically.

Additional information

- Visit www.irs.gov/cp211a.
- For tax forms, instructions, and publications, visit www.irs.gov or call 1-800-TAX-FORM (1-800-829-3676).
- Keep this notice for your records.

If you need assistance, please don't hesitate to contact us.

COPY

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

| | | |
|--|--|---|
| Type or print | Name of exempt organization or other filer, see instructions. | Employer identification number (EIN) or |
| File by the due date for filing your return. See instructions. | Danville Regional Foundation | 20-3319727 |
| | Number, street, and room or suite no. If a P.O. box, see instructions. | Social security number (SSN) |
| | 512 Bridge Street, No. 100 | |
| | City, town or post office, state, and ZIP code. For a foreign address, see instructions. | |
| | Danville, VA 24541 | |

Enter the Return code for the return that this application is for (file a separate application for each return) **04**

| Application Is For | Return Code | Application Is For | Return Code |
|--|-------------|-----------------------------------|-------------|
| Form 990 or Form 990-EZ | 01 | | |
| Form 990-BL | 02 | Form 1041-A | 08 |
| Form 4720 (individual) | 03 | Form 4720 (other than individual) | 09 |
| Form 990-PF | 04 | Form 5227 | 10 |
| Form 990-T (sec. 401(a) or 408(a) trust) | 05 | Form 6069 | 11 |
| Form 990-T (trust other than above) | 06 | Form 8870 | 12 |

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

Gary Waldman, CFO & Treasurer

• The books are in the care of **512 Bridge Street, Suite 100 - Danville, VA 24541**

Telephone No. **434-799-2176**

Fax No.

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until **November 15, 2016.**
- 5 For calendar year **2015**, or other tax year beginning , and ending .
- 6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period
- 7 State in detail why you need the extension **Additional time is needed to gather the information necessary to file a complete and accurate return.**

| | | | |
|--|----|----|----------|
| 8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions. | 8a | \$ | 250,000. |
| b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868. | 8b | \$ | 250,000. |
| c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions. | 8c | \$ | 0. |

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **Kathy A. Ruffa** Title **Partner**

Date **8/1/16**

Form 8868 (Rev. 1-2014)

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Department of Treasury
Internal Revenue Service
Ogden UT 84201

| | |
|--------------------|--|
| Notice | CP211A |
| Tax period | December 31, 2015 |
| Notice date | September 12, 2016 |
| Employer ID number | 20-3319727 |
| To contact us | Phone 1-877-829-5500 FAX 801-620-5555 |

Page 1 of 1

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DANVILLE REGIONAL FOUNDATION
% GARY WALDMAN
512 BRIDGE ST SUITE 100
DANVILLE VA 24541-1406

Important information about your December 31, 2015 Form 990PF

We approved your Form 8868, Application for Extension of Time To File an Exempt Organization Return

We approved the Form 8868 for your
December 31, 2015 Form 990PF.
Your new due date is November 15, 2016.

What you need to do

File your December 31, 2015 Form 990PF by November 15, 2016. We encourage you to use electronic filing—the fastest and easiest way to file.

Visit www.irs.gov/charities to learn about approved e-File providers, what types of returns can be filed electronically, and whether you are required to file electronically.

Additional information

- Visit www.irs.gov/cp211a.
- For tax forms, instructions, and publications, visit www.irs.gov or call 1-800-TAX-FORM (1-800-829-3676).
- Keep this notice for your records.

If you need assistance, please don't hesitate to contact us.

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