Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning July 1 **, 2009, and ending** June 30 **, 20** 10

G Check all that apply: ☐ Initial return ☑ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation: Richmond Memorial Health Foundation	A Employer identification number: 51-0211020
	Number and street (or P O box number if mail is not delivered to street address): 1801 Bayberry Court — Room/suite: 104	B Telephone number (see page 10 of the instructions): 804-282-6282
	City or town, state, and ZIP code: Richmond, VA 23226	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 ▶ ☐

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)* ▶ $ 142,439,363

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

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) (see page 11 of the instructions).)*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)	105,683	Statement 1		
	2	Check ▶ ☐ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	75	75		
	4	Dividends and interest from securities	915,120	915,120		
	5a	Gross rents	0	0		
	b	Net rental income or (loss) 0				
	6a	Net gain or (loss) from sale of assets not on line 10	468,264			
	b	Gross sales price for all assets on line 6a 0				
	7	Capital gain net income (from Part IV, line 2)		408,704		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances 0				
	b	Less: Cost of goods sold 0				
	c	Gross profit or (loss) (attach schedule)	0			
	11	Other income (attach schedule) Stmt. 2	202	123,456		
	12	**Total.** Add lines 1 through 11	1,489,344	1,447,355	N/A	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	142,350	28,470		113,880
	14	Other employee salaries and wages	287,782	31,941		205,087
	15	Pension plans, employee benefits	97,983	15,068		54,757
	16a	Legal fees (attach schedule) Stmt. 3	1,769	0		973
	b	Accounting fees (attach schedule) Stmt. 4	16,241	0		8,933
	c	Other professional fees (attach schedule) Stmt. 5	523,563	441,601		78,317
	17	Interest	0	0		0
	18	Taxes (attach schedule) (see page 14 of the instructions) Stmt. 6	18,687	0		378
	19	Depreciation (attach schedule) and depletion Stmt 7	2,260	0		
	20	Occupancy	67,270	10,931		36,999
	21	Travel, conferences, and meetings	54,801	201		42,514
	22	Printing and publications	545	0		545
	23	Other expenses (attach schedule) Stmt. 8	42,925	0		31,482
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,256,176	528,212	N/A	573,865
	25	Contributions, gifts, grants paid	1,789,551			1,789,551
	26	**Total expenses and disbursements.** Add lines 24 and 25	3,045,727	528,212	N/A	2,363,416
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-1,556,383			
	b	**Net investment income** (if negative, enter -0-)		919,143		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash—non-interest-bearing	146,803	136,323	136,323
2 Savings and temporary cash investments	2,706,331	4,111,768	4,111,768
3 Accounts receivable ▶ 0			
Less: allowance for doubtful accounts ▶ 0	0	0	0
4 Pledges receivable ▶ 0			
Less. allowance for doubtful accounts ▶ 0	0	0	0
5 Grants receivable	0	0	0
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)	0	0	0
7 Other notes and loans receivable (attach schedule) ▶ 0			
Less. allowance for doubtful accounts ▶ 0	0	0	0
8 Inventories for sale or use	0	0	0
9 Prepaid expenses and deferred charges	1,130	1,385	1,385
10a Investments—U.S. and state government obligations (attach schedule)	0	0	0
b Investments—corporate stock (attach schedule) Stmt.9	8,950,497	9,779,039	9,779,039
c Investments—corporate bonds (attach schedule)	0	0	0
11 Investments—land, buildings, and equipment: basis ▶ 0			
Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
12 Investments—mortgage loans	0	0	0
13 Investments—other (attach schedule) Stmt.10	43,476,712	44,304,581	44,304,581
14 Land, buildings, and equipment: basis ▶ 4,937	Stmt.7		
Less. accumulated depreciation (attach schedule) ▶ 4,001	3,196	936	936
15 Other assets (describe ▶ Stmt. 11)	82,750,769	84,105,331	84,105,331
16 **Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	138,035,438	142,439,363	142,439,363
Liabilities			
17 Accounts payable and accrued expenses	56,055	100,280	
18 Grants payable	0	0	
19 Deferred revenue	0	0	
20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
21 Mortgages and other notes payable (attach schedule)	0	0	
22 Other liabilities (describe ▶)	0	0	
23 **Total liabilities** (add lines 17 through 22)	56,055	100,280	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ ☑ and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted	134,173,842	138,170,752	
25 Temporarily restricted	48,772	0	
26 Permanently restricted	3,756,769	4,168,331	
Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
27 Capital stock, trust principal, or current funds	0	0	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0	0	
29 Retained earnings, accumulated income, endowment, or other funds	0	0	
30 **Total net assets or fund balances** (see page 17 of the instructions)	137,979,383	142,339,083	
31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	138,035,438	142,439,363	

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	137,979,383
2 Enter amount from Part I, line 27a	2	-1,556,383
3 Other increases not included in line 2 (itemize) ▶ Stmt 12	3	5,916,083
4 Add lines 1, 2, and 3	4	142,339,083
5 Decreases not included in line 2 (itemize) ▶ None	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	142,339,083

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	Sanderson International Value Fund (Partnership)			
c	Private Advisors Small Company Buyout Fund (Partnership)			
d	Metropolitan Real Estate Paratners 2008 DCIF (Partnership)			
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				356,521
b				41,204
c				9,095
d				1,884
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				356,521
b				41,204
c				9,095
d				1,884
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	408,704
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). 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 page 18 of 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))
2008	N/A		
2007			
2006			
2005			
2004			

2	**Total** of line 1, column (d)	2	
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	
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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 on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter. ______ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	18,383
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	18,383
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	18,383
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 0		
b	Exempt foreign organizations—tax withheld at source — 6b: 0		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0		
d	Backup withholding erroneously withheld — 6d: 0		
7	Total credits and payments. Add lines 6a through 6d	7	0
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	18,383
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	0
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ **Refunded** ▶	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?	1a		✓
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		✓
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		✓
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0 **(2)** On foundation managers. ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		✓
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		✓
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✓
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		✓
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	✓	
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*	7	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ Virginia			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	✓	
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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		✓
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		✓

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 page 20 of the instructions)	11		✓
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	
	Website address ▶ www.rmhfoundation.org			
14	The books are in care of ▶ the organization Telephone no. ▶ 804-282-6282 Located at ▶ 1801 Bayberry Court, Suite 104, Richmond, VA ZIP+4 ▶ 23226			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the 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) ☐ Yes ☑ 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 page 20 of the instructions)?	1b		✓
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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 2009?	1c		✓
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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☑ No If "Yes," list the years ▶ 20___, 20___, 20___, 20___			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the 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. ▶ 20___, 20___, 20___, 20___			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2009 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 2009.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		✓
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 2009?	4b		✓

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 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the 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 page 22 of the instructions)? N/A **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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? **6b** No ✓

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

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 (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Statement 13		142,350	27,875	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
John H. Estes 1801 Bayberry Court, Suite 104, Richmond, VA 23226	Dir. Programs 40	107,150	8,437	0
Jean M. Poitras 1801 Bayberry Court, Suite 104, Richmond, VA 23226	Dir.Acctng &Ops 40	75,150	10,760	0
Denise Daly Konrad 1801 Bayberry Court, Suite 104, Richmond, VA 23226	Dir., NLI 40	67,467	9,163	0

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
Mangham Associates, Inc. 630 Peter Jefferson Pkwy, Charlottesville, VA 22911	Investment Consultant	104,541
Community Health Solutions, Inc. 9063 Gayton Road, Ste 201, Richmond, VA 23238	Program Consultant	73,862
The Investment Fund for Foundations Four Tower Bridge, 200 Bar Harbor Dr., Suite 100, West Conshohocken, PA 19428	Investment Management	108,595
Wilkinson O'Grady & Co., Inc. 499 Park avenue, 7th Floor, New York, NY 10022	Investment Management	56,335
Grantham, Mayo, Van Otterloo LLC (GMO) 40 Rowes Wharf, Boston, MA 02110	Investment Management	55,159
Total number of others receiving over $50,000 for professional services ▶		0

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 Nurse Leadership Institute - Statement 14	232,840
2 Patient Centered Medical Home - Statement 14	232,098
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 No additional funding of the program-related investment by the Foundation during this tax year.	0
2	0
All other program-related investments See page 24 of the instructions 3	0
Total. Add lines 1 through 3 ▶	0

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	59,058,562
b	Average of monthly cash balances	1b	145,019
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	59,203,581
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	59,203,581
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	888,054
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	58,315,527
6	**Minimum investment return.** Enter 5% of line 5	6	2,915,776

Part XI **Distributable Amount** (see page 25 of the 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	2,915,776
2a	Tax on investment income for 2009 from Part VI, line 5	2a	18,383		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	0		
c	Add lines 2a and 2b			2c	18,383
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	2,897,393
4	Recoveries of amounts treated as qualifying distributions			4	0
5	Add lines 3 and 4			5	2,897,393
6	Deduction from distributable amount (see page 25 of the instructions)			6	0
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	2,897,393

Part XII **Qualifying Distributions** (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	2,363,416
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	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,363,416
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 (see page 26 of the instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,363,416

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

Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				2,897,393
2	Undistributed income, if any, as of the end of 2009:				
a	Enter amount for 2008 only			0	
b	Total for prior years: 20____,20____,20____		0		
3	Excess distributions carryover, if any, to 2009:				
a	From 2004 . . . 0				
b	From 2005 . . . 0				
c	From 2006 . . . 0				
d	From 2007 . . . 0				
e	From 2008 . . . 0				
f	**Total** of lines 3a through e	0			
4	Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 2,354,890				
a	Applied to 2008, but not more than line 2a			0	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d	Applied to 2009 distributable amount				2,363,416
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				0
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b	Prior years' undistributed income. Subtract line 4b from line 2b		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0		
d	Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions		0		
e	Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			0	
f	Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				533,977
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9:				
a	Excess from 2005 . . . 0				
b	Excess from 2006 . . . 0				
c	Excess from 2007 . . . 0				
d	Excess from 2008 . . . 0				
e	Excess from 2009 . . .				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling . . . . . ▶ N/A

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

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	N/A				
b 85% of line 2a . . .					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities . .					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . .					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter: **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . .					
c "Support" alternative test—enter. **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . .					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization . . .					
(4) Gross investment income . . .					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

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

None

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

None

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

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

John Estes, Director of Programs, 804-282-6282, Richmond Memorial Health Foundation, 1801 Bayberry Court, Ste. 104, Richmond, VA 23226

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

Please see attached copy of Grant Application Guidelines.

c Any submission deadlines:

Please see attached copy of Grant Application Guidelines.

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

Please see attached copy of Grant Application Guidelines.

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*				
Statement 15				
Total ▶ 3a				1,789,551
b *Approved for future payment*				
Statement 16				
Total ▶ 3b				764,500

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	75	
4 Dividends and interest from securities			14	915,120	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	123,456	
8 Gain or (loss) from sales of assets other than inventory			18	408,704	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				1,447,355	

13 Total. Add line 12, columns (b), (d), and (e) 13 1,447,355

(See worksheet in line 13 instructions on page 28 to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
	Not Applicable

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

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?

			Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		✓
	(2) Other assets	1a(2)		✓
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		✓
	(3) Rental of facilities, equipment, or other assets	1b(3)		✓
	(4) Reimbursement arrangements	1b(4)		✓
	(5) Loans or loan guarantees	1b(5)		✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)		✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		✓

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		

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

Sign Here

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

Signature of officer or trustee — Date 11-3-10 — Title Treasurer

Paid Preparer's Use Only

Preparer's signature: CPA — Date 11-3-10 — Check if self-employed ☐ — Preparer's identifying number (see **Signature** on page 30 of the instructions) P0107664

Firm's name (or yours if self-employed), address, and ZIP code: Keiter Stephens, 4401 Dominion Blvd Glen Allen, VA 23060 — EIN ▶ 54-1631262 — Phone no 804 747 0000

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2009

Name of the organization	**Employer identification number**
Richmond Memorial Health Foundation	51 : 0211020

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33⅓% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year . . . . ▶ $ ....

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
Richmond Memorial Health Foundation	51 : 0211020

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Partners Investing in Nursing's Future 221 NW Second Ave., Suite 300 Portland, OR 97209	$ 12,500	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
2	Arthur Glasgow Trust c/o J.P. Morgan P. O. Box 6076 Newark, DE 19714-6076	$ 92,683	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Statement 1
Form 990-PF, Part I, Line 1
Contributions, Gifts, Grants, etc. Received

	(a) Expenses per Books
Contributions	93,183
Grant Income	12,500
Total Contributions and Grants	105,683

Statement 2
Form 990-PF, Part I, Line 11
Other Income

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Other Income from Partnerships	0	123,456	0	0
Miscellaneous income	202	0	0	0
Total Other Income	202	123,456	0	0

Statement 3
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal Fees - Corporate matters	1,769	0	0	973

Statement 4
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Auditing and Tax Compliance	16,241	0	0	8,933

Statement 5
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment Management	337,060	337,060	0	0
Investment Consultant	104,541	104,541	0	0
Program Consultant	73,862	0	0	73,862
Human Resources Consultants	6,200	0	0	3,410
Employee Benefits Consultant	1,900	0	0	1,045
Total Other Professional Fees	523,563	441,601	0	78,317

Statement 6
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise Tax	18,000	0	0	0
Business Personal Property Tax	687	0	0	378
Total Taxes	18,687	0	0	378

Statement 7
Form 990-PF, Part I, Line 19 - Depreciation Expense
Form 990-PF, Part II, Line 14 - Land, Buildings and Equipment

	Beginning of Year	Additions	Disposals	End of Year
Equipment	4,937	0	0	4,937

	Beginning of Year	Current Year Depreciation	Disposals	End of Year
Accumulated Depreciation-Equipment	1,741	2,260	0	4,001
Land, buildings and equipment, net	3,196			936

Statement 8
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
DCA - Nurse Leadership Institute	12,398	0	0	12,398
DCA - Patient Centered Medical Home	5,098	0	0	5,098
Equip.leases, svc contracts, maint.	9,054	0	0	4,980
Insurance	4,631	0	0	2,547
Supplies and materials	4,216	0	0	2,319
Memberships	2,852	0	0	1,569
Bank service fees	1,333	0	0	733
Recognitions and gifts	1,106	0	0	608
Postage	853	0	0	469
Furnishings and equipment	776	0	0	427
Subscriptions	558	0	0	307
Corporate filings	50	0	0	28
Total Other Expenses	42,925	0	0	31,482

Statement 9
Form 990-PF, Part II, Line 10b
Investments - Corporate Stock

Par Value or Shares	Asset Description	6/30/2010 Market Value
1,100	Aaron's Inc	$ 18,777
1,400	Actuant Corp	26,362
300	Agrium Inc	14,682
1,450	Alterra Capital Hldgs Ltd	27,231
583	Amedisys Inc	25,640
2,300	American Equity Invt Life Hldg	23,736
200	American Science & Engr Inc	15,242
1,600	Ameriprise Finl Inc	57,808
850	Amgen Inc	44,710
1,150	Andersons Inc	37,479
825	Apple Inc	207,512
3,000	Arris Group Inc	30,570
4,150	AT&T Inc	100,389
800	Atlas Air Worldwide Hldgs Inc	38,000
2,000	BCE Inc	58,540
1,200	Best Buy Inc	40,632
2,000	Biomed Rlty Tr Inc	32,180
4,500	Boise Inc	24,705
2,000	Brandywine Rlty Tr	21,500
900	Bristow Group, Inc.	26,460
1,800	Capital One Finl Corp	72,540
2,100	Captstead Mtg Corp	23,226
1,350	Carter's Inc	35,438
750	Cash Amer Invts Inc	25,703
2,600	CB Richard Ellis Group Inc	35,386
700	Chemed Corp New	38,248
1,600	Chevron Corp	108,576
1,100	Chipotle Mexican Grill Inc	150,491
1,800	Cinemark Hldgs Inc	23,670
1,400	Cisco Sys Inc	29,834
875	City Hldg Co	24,395
1,300	Cleco Corp	34,333
400	Coinstar Inc	17,188
1,400	Columbia Banking Sys Inc	25,564
1,100	Comerica Inc	40,513
900	Comtech Telecommunications	26,937
800	Corinthian Colleges Inc	7,880
2,300	Cummins Inc	149,799

Statement 9
Form 990-PF, Part II, Line 10b
Investments - Corporate Stock

Par Value or Shares	Asset Description	6/30/2010 Market Value
800	Curtiss Wright Corp	23,232
700	Darden Restaurants Inc	27,195
1,225	Deere & Co	68,208
300	Devon Energy Corp New	18,276
5,850	Dollar Tree Inc	243,536
8,000	Dr Reddys Labs Ltd	246,800
1,600	Dreamworks Animation Inc	45,680
3,200	EMC Corp Mass	58,560
1,300	Enersys	27,781
2,125	EOG Resources Inc	209,036
1,400	Euronet Worldwide Inc	17,906
300	Exxon Mobil Corp	17,121
1,300	Fair Isaac Inc	28,327
5,350	Family Dlr Stores Inc	201,642
1,300	First Cash Finl Svcs	28,340
4,350	Force Protn Inc	17,835
2,500	Ford Mtr Co Del	25,200
400	Freeport-McMoran Copper & Gold Inc	23,652
700	General Dynamics Corp	40,992
9,300	General Elec Co	134,106
750	GeoEye Inc	23,355
2,150	Global Cash Access Hldgs Inc	15,502
1,950	GMX Res Inc	12,656
4,500	Goldcorp Inc. New	197,325
575	Goldman Sachs Group inc	75,480
160	Google Inc	71,192
700	Gymboree Corp	29,897
4,100	Hawaiian Hldgs Inc	21,197
4,100	Health Mgmt Assoc Inc	31,857
1,500	Healthspring Inc	23,265
35,500	Hengan Intl Group Co Ltd	289,711
3,400	Henry Schein Inc	186,660
2,700	Hertz Global Hldgs	25,542
1,050	Hewlett-Packard Co	45,444
1,300	Hillenbrand Inc	27,807
1,000	Holly Corp	26,580
1,700	Horace Mann Educators Corp New	26,010
2,400	Horsehead Hldg Corp	18,144

Statement 9
Form 990-PF, Part II, Line 10b
Investments - Corporate Stock

Par Value or Shares	Asset Description	6/30/2010 Market Value
600	Hospira Inc	34,470
650	IberiaBank Corp	33,462
1,100	Intel Corp	21,395
625	International Business Machs	77,175
1,100	International Paper Co.	24,893
2,000	Isle of Capri Casinos	18,520
1,300	ITT Corp	58,396
3,800	Johnson & Johnson	224,428
500	Jos A Bank Clothiers Inc	26,995
3,400	JP Morgan Chase & Co	124,474
800	Kansas City Southern	29,080
1,450	Lasalle Hotel Pptys	29,827
700	Lowes Cos Inc	14,294
1,294	LSB Inds Inc	17,223
200	Lumber Liquidators Hldgs Inc	4,666
4,900	Marshall & Ilsley Corp New	35,182
3,000	Merck & Co Inc New	104,910
1,600	Metlife Inc	60,416
1,500	Mgic Invt Corp Wis	10,335
700	Multi-Fineline Electronix Inc	17,472
900	Mylan Inc	15,336
3,200	National Oilwell Varco Inc	105,824
550	NCI Inc	12,419
4,900	Nestle SA	236,376
1,750	Net 1 UEPS Technologies Inc	23,468
1,400	Occidental Pete Corp	108,010
3,400	Ocwen Finl Corp	34,646
700	Old Dominion Freight Line Inc	24,598
1,447	Olin Corp	26,176
2,100	Omega Healthcare Invs Inc	41,853
1,400	Oracle Corp	30,044
1,785	Orbital Sciences Corp	28,149
1,200	Orion Marine Group Inc	17,040
14,000	Osisko Mining Corp	151,245
4,400	PDL Biopharma Inc	24,728
1,100	Penney J C Inc	23,628
1,000	Petrohawk Energy Corp	16,970
2,200	PF&E Corp	90,420

Statement 9
Form 990-PF, Part II, Line 10b
Investments - Corporate Stock

Par Value or Shares	Asset Description	6/30/2010 Market Value
9,000	Pfizer Inc	128,340
900	Plantronics Inc New	25,740
500	PS Business Parks Inc CA	27,890
1,450	Quality Sys Inc	84,086
3,200	Questor Pharmaceuticals Inc	32,672
175	Rayonier Inc	7,704
1,300	Reynolds Amern Inc	67,756
4,800	RF Micro Devices Inc	18,768
800	Royal Caribbean Cruises Ltd	18,216
350	Royal Gold Inc	16,800
2,050	Schlumberger Ltd	113,447
1,000	Schulman A Inc	18,960
7,250	Schwab Charles Corp	102,805
600	Schweitzer-Mauduit Intl Inc	30,270
133	SGS Hldg	180,318
2,900	Shuffle Master inc	23,229
1,100	Shutterfly Inc	26,356
1,500	Solutia Inc	19,650
7,700	Southern Co	256,256
800	Southwest Gas Corp	23,600
2,600	Spdr Gold Tr	316,368
6,770	Standard Chartered PLC	166,210
1,250	Standard Microsystems Corp	29,100
5,250	Sterling Bancshares Inc TX	24,728
825	Sterling Constr Inc	10,676
5,000	Suncor Energy Inc	147,200
700	SunTrust Banks Inc	16,310
800	SVB Finl Group	32,984
500	SXC Health Solutions Corp	36,625
3,250	Syngenta Ag	149,013
1,800	Syniverse Hldgs Inc	36,810
1,300	Target Corp	63,921
887	Team Inc	11,575
3,300	Telecommunication Sys Inc	13,662
900	Tennant Co.	30,438
2,600	Thompson Creek Metals Co Inc	22,568
2,900	Tibco Software Inc	34,974
4,100	TJX Cos Inc	171,995

Statement 9
Form 990-PF, Part II, Line 10b
Investments - Corporate Stock

Par Value or Shares	Asset Description	6/30/2010 Market Value
1,350	Tower Group Inc	29,066
1,300	True Religion Apparel Inc	28,691
1,100	Unilever NV	30,052
700	United Sts Stl Corp New	26,985
1,000	United Technologies Corp	64,910
1,600	UnitedHealth Group Inc	45,440
800	Valassis Communications Inc	25,376
4,550	Vale SA	110,793
1,500	Valueclick Inc	16,035
1,500	Venoco Inc	24,705
2,400	Walt Disney Co	75,600
5,500	Want Want China Hldgs Ltd	227,425
700	Wellpoint Inc	34,251
2,500	Wells Fargo & Co new	64,000
200	Whirlpool Corp	17,564
1,000	Wintrust Finl Corp	33,340
400	World Accep Corp SC	15,324
	Total	$ 9,779,039

Statement 10
Form 990-PF, Part II, Line 13
Investments - Other

	6/30/2010 Market Value
Mutual Funds:	
PIMCO Total Return Fund	8,699,372
GMO Strategic Opportunities Allocation Fund III	9,929,621
Total	18,628,993
Partnerships:	
The Investment Fund for Foundations - TIFF Absolute Return Pool II	10,805,939
Private Advisors Small Company Buyout Fund II	1,969,947
Private Advisors Coinvestment Fund, LP	251,726
Sanderson International Value Fund	4,176,063
GMO Multi-Strategy Fund Offshore LP	3,895,966
Metropolitan Real Estate Partners 2008 Distressed Co-Investment Fund	656,595
P2 Capital Fund, Ltd.	2,263,747
The Investment Fund for Foundations - TIFF Secondary Partners II, LLC	1,448,581
Commonfund Capital Natural Resources Partners VIII, LP	207,024
	25,675,588
Total Investments - Other	**44,304,580**

Statement 11
Form 990-PF, Part II, Line 15
Other Assets

	6/30/2010 Market Value
Contribution Receivable	4,168,331
Program-Related Investment in BonSecours Richmond Health System (1)	79,937,000
Total	84,105,331

1) Richmond Memorial Health Foundation received a ruling, dated June 3, 2009, stating the membership interest meets the requirements for constituting a program related investment and will be excluded from the computation of minimum investment return.

Statement 12
Form 990-PF, Part III, Line 3
Other Increases Not Included in Line 2

Net unrealized gains on investments	4,859,753
Change in equity interest of program related investment	943,000
Net assets transferred fom the Nurse Leadership Institute	113,330
	5,916,083

Statement 13
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees and Foundation Managers

(a) Name and Address	(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
Jeffrey S. Cribbs, Sr. 1801 Bayberry Court, Suite 104 Richmond, VA 23226	President & CEO 40	142,350	27,875	0
Judith B. Collins 1801 Bayberry Court, Suite 104 Richmond, VA 23226	Chair 2	0	0	0
Sheryl L. Garland 1801 Bayberry Court, Suite 104 Richmond, VA 23226	Vice Chair 2	0	0	0
Michele A. W. McKinnon, Esquire 1801 Bayberry Court, Suite 104 Richmond, VA 23226	Secretary 2	0	0	0
Harry A. Turton, Jr. 1801 Bayberry Court, Suite 104 Richmond, VA 23226	Treasurer 2	0	0	0
Christopher M. Carney 1801 Bayberry Court, Suite 104 Richmond, VA 23226	Trustee 1	0	0	0
Leonard L. Edloe, Pharm.D. 1801 Bayberry Court, Suite 104 Richmond, VA 23226	Trustee 1	0	0	0
Adele C. Johnson 1801 Bayberry Court, Suite 104 Richmond, VA 23226	Trustee 1	0	0	0
Alexander M. Macaulay, Esquire 1801 Bayberry Court, Suite 104 Richmond, VA 23226	Trustee 1	0	0	0
Claudia N. MacSwain 1801 Bayberry Court, Suite 104 Richmond, VA 23226	Trustee 1	0	0	0
John W. Martin	Trustee	0	0	0

Statement 13
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees and Foundation Managers

(a) Name and Address	(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
1801 Bayberry Court, Suite 104 Richmond, VA 23226	1			
Michael B. Matthews 1801 Bayberry Court, Suite 104 Richmond, VA 23226	Trustee 1	0	0	0
Delores A. Remo 1801 Bayberry Court, Suite 104 Richmond, VA 23226	Trustee 1	0	0	0
Thomas A. Silvestri 1801 Bayberry Court, Suite 104 Richmond, VA 23226	Trustee 1	0	0	0
Robert L. Thalhimer 1801 Bayberry Court, Suite 104 Richmond, VA 23226	Trustee 1	0	0	0
Jay T. Thompson, III 1801 Bayberry Court, Suite 104 Richmond, VA 23226	Trustee 1	0	0	0
Michel S. Zajur 1801 Bayberry Court, Suite 104 Richmond, VA 23226	Trustee 1	0	0	0
Nadine Marsh-Carter, Esquire (term ended December 2009) 1801 Bayberry Court, Suite 104 Richmond, VA 23226	Trustee 1	0	0	0

Statement 14
Form 990-PF, Part IX-A, Lines 1 & 2
Summary of Direct Charitable Activities

Line 1 – Nurse Leadership Institute

The Nurse Leadership Institute of Virginia (NLI) addresses Virginia's nursing shortage by providing intensive leadership training for nurse managers and emerging nurse leaders. The Institute is a 9-month leadership development program for nurses with exceptional clinical skills, equipping them with leadership, financial and performance improvement skills to meet the challenges of leading a staff in a complex work environment. The NLI enjoys broad community support from Virginia's nursing professional associations and others.

Since 2007, seventy-seven (77) nurses from across the Commonwealth have completed the program; an additional 33 Fellows make up the Class of 2011, the fourth cohort. Fellows report substantial learning and satisfaction with the Institute. Employer sponsors are overwhelmingly positive about the NLI, with Chief Nurse Executives indicating that sponsorship of "rising stars" in the NLI supports internal succession planning efforts.

The NLI was developed by the Richmond Memorial Health Foundation in partnership with the Virginia Partnership for Nursing. In 2007, RMHF was awarded a two year, $250,000 matching funds grant from the Partners Investing in Nursing's Future Program of the Robert Wood Johnson and Northwest Health Foundations. The Cameron Foundation and John Randolph Foundation also invested in the NLI. In 2009, the RMHF made an unprecedented decision to invest an additional $750,000 over 5 more years to sustain the NLI.

Line 2 – Patient Centered Medical Home

The mission of *The Greater Richmond Patient Centered Medical Home Initiative (PCMH)* is to strengthen the health care safety net by helping primary care safety net clinics implement a patient centered medical home model of care. As a result of this initiative, patients who utilize safety net clinics should gain better access to high quality health care; providers should realize a stronger capacity to deliver patient centered care; and the community should gain better health and a more effective, efficient, and sustainable system of care for low-income uninsured patients.

Participants in the PCMH include seven local safety net health care organizations working together to build their capacity to deliver patient centered care. Collaborative Members meet monthly to share breakthroughs, challenges, and strategic discussion about patient centered care in the present and future under health care reform. These seven organizations have registered approximately 116,000 patient visits over the last 12 months.

The PCMH was launched by the Richmond Memorial Health Foundation in the Fall of 2009. Initial investments by RMHF total $550,000 over 3 years.

Statement 15
Form 990-PF, Part XV, Line 3a
Supplementary Information - Grants and Contributions Paid During the Year

Recipient name and address	If recipient is an individual, show relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Access Now 2201 West Broad Street, Suite 205 Richmond, VA 23220	N/A	Public Charity	Program Support Access to Care - Care Coordination & Referral	$ 30,000
Alzheimer's Association - Greater Richmond 4600 Cox Road, Suite 130 Richmond, VA 23060	N/A	Public Charity	Program Support Respite Assistance for Caregivers	60,000
Better Housing Coalition PO Box 12117 Richmond, VA 23241	N/A	Public Charity	Program Support Promise Neighborhood Initiative	10,000
Bon Secours Richmond Health System 5801 Bremo Road Richmond, VA 23226	N/A	Public Charity	Program Support Modlin Funds for School of Nursing	48,772
ChildSavers 200 North 22nd Street Richmond, VA 23223	N/A	Public Charity	Program Support Play Therapy Suite	60,000
CHIP of Greater Richmond 2922 West Marshall Street Richmond, VA 23230	N/A	Public Charity	Program Support Breathe Easy Asthma Initiative	60,000
Communities in Schools of Richmond 2922 West Marshall Street Richmond, VA 23230	N/A	Public Charity	Program Support George Wythe School Health Center	37,500
CrossOver Ministry 108 Cowardin Avenue Richmond, VA 23224	N/A	Public Charity	Program Support Chronic Disease Management Program	40,000
Daily Planet 517 West Grace Street Richmond, VA 23220	N/A	Public Charity	Program Support Health Care Services Accessibility	104,000
Family Lifeline 2325 West Broad Street Richmond, VA 23220	N/A	Public Charity	Program Support Healthy Families	50,000
Family Lifeline 2325 West Broad Street Richmond, VA 23220	N/A	Public Charity	Program Support Elderfriends	30,000
Fan Free Clinic 1010 N. Thompson Street Richmond, VA 23230	N/A	Public Charity	Program Support More Health, Better Health	50,000
Free Clinic of Powhatan 3908 Old Buckingham Road Powhatan, VA 23139	N/A	Public Charity	Program Support Women's Health Care Clinic	25,000
Friends Association for Children 1004 Saint John Street Richmond, VA 23222	N/A	Public Charity	Program Support Preschool Health Education Program	23,500
Goochland Free Clinic and Family Services PO Box 116 Goochland, VA 23063	N/A	Public Charity	Program Support Women's Health Program	20,000

Statement 15
Form 990-PF, Part XV, Line 3a
Supplementary Information - Grants and Contributions Paid During the Year

Recipient name and address	If recipient is an individual, show relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Grantmakers in Health 1100 Connecticut Ave. NW Washington, DC 20036	N/A	Public Charity	Program Support Member support	4,000
Greater Richmond Stop Child Abuse Now 1506 Staples Mill Road Richmond, VA 23230	N/A	Public Charity	Program Support Child Abuse Advocacy Center	25,000
Greater Richmond Stop Child Abuse Now 1506 Staples Mill Road Richmond, VA 23230	N/A	Public Charity	Program Support Child Abuse Advocacy Center - Staff Support	12,500
Jewish Family Services 6718 Patterson Avenue Richmond, VA 23226	N/A	Public Charity	Program Support HomeCare and Care Management Program	40,000
John Tyler Community College Foundation 800 Charter Colony Parkway Midlothian, VA 23114-4383	N/A	Public Charity	Program Support Commonwealth Nursing Program	190,000
Longwood University Foundation 201 High Street Farmville, VA 23909	N/A	Public Charity	Program Support Clinical Simulation Learning Center	150,000
Medical College of Virginia Foundation P. O Box 980234 Richmond, VA 23298-0234	N/A	Public Charity	Program Support VCU Bridging the GAP-Youth Violence Reduction	30,000
Medical College of Virginia Foundation P O Box 980234 Richmond, VA 23298-0234	N/A	Public Charity	Program Support VCU Sickle Cell Care	75,000
Older Dominion Partnership c/o United Way of Greater Richmond & Petersburg 2001 Maywill Street, Suite 201 Richmond, VA 23230	N/A	Public Charity	Program Support Age wave planning	144,829
Partnership for Nonprofit Excellence 7501 Boulders View Drive, Suite 110 Richmond, VA 23225	N/A	Public Charity	Program Support Leadership suppt - prog., fellowships, initiatives	52,500
Rx Partnership 2924 Emerywood Parkway Richmond, VA 23294	N/A	Public Charity	Program Support Access to Prescription Medication	40,000
Southeastern Council of Foundations 50 Hurt Plaza, Suite 350 Atlanta, GA 30303	N/A	Public Charity	Program Support Member support	3,500
The Community Foundation Serving Richmond & Central Virginia 7501 boulders View Drive, Suite 110 Richmond, VA 23225	N/A	Community Foundation	Program Support GiveRichmond - Richmond DonorEdge Project	10,000
Virginia League for Planned Parenthood 201 Hamilton Street Richmond, VA 23221	N/A	Public Charity	Program Support Building Infrastructure, Expanding Access Prog.	27,500
Virginia Partnership for Nursing Nurse Leadership Institute 7113 Three Chopt Road	N/A	Public Charity	Program Support Nurse Leadership Institute	121,950

Statement 15
Form 990-PF, Part XV, Line 3a
Supplementary Information - Grants and Contributions Paid During the Year

Recipient name and address	If recipient is an individual, show relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Richmond, VA 23226				
YWCA of Richmond 6 North 5th Street Richmond, VA 23219	N/A	Public Charity	Program Support Sexual Assault Outreach Program	35,000
Capital Area Health Network 2025 East Main Street, Suite 100 Richmond, VA 23223	N/A	Public Charity	Program Support Patient Centered Medical Home Initiative	25,000
CrossOver Ministry 108 Cowardin Avenue Richmond, VA 23224	N/A	Public Charity	Program Support Patient Centered Medical Home Initiative	25,000
Daily Planet 517 West Grace Street Richmond, VA 23220	N/A	Public Charity	Program Support Patient Centered Medical Home Initiative	25,000
Fan Free Clinic 1010 N Thompson Street Richmond, VA 23230	N/A	Public Charity	Program Support Patient Centered Medical Home Initiative	25,000
Goochland Free Clinic and Family Services PO Box 116 Goochland, VA 23063	N/A	Public Charity	Program Support Patient Centered Medical Home Initiative	25,000
Love of Jesus Health Clinic 10930 Hull Street Road Midlothian, VA 23112	N/A	Public Charity	Program Support Patient Centered Medical Home Initiative	25,000
Virginia League for Planned Parenthood 201 Hamilton Street Richmond, VA 23221	N/A	Public Charity	Program Support Patient Centered Medical Home Initiative	25,000
Bon Secours Richmond Health System Michael D Robinson Good Help Fund 5801 Bremo Road Richmond, VA 23226	N/A	Public Charity	Contribution Good Help Fund - patient assistance at 2 hospitals	2,000
Valentine Richmond History Center 1015 East Clay Street Richmond, VA 23219	N/A	Public Charity	Contribution Recognition of an individual's years of service to the nonprofit community	1,000
VCU Foundation 909 West Franklin Street P. O Box 842039 Richmond, VA 23284-2039	N/A	Public Charity	Contribution Sponsor - Excellence in Virginia Govt Awards	1,000
			Total	$ 1,789,551

Richmond Memorial Health Foundation **51-0211020**

Statement 16
Form 990-PF, Part XV, Line 3b
Supplementary Information - Grants and Contributions Approved for Future Payment

Recipient name and address	If recipient is an individual, show relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Free Clinic of Powhatan 3908 Old Buckingham Road Powhatan, VA 23139	N/A	Public Charity	Program Support Women's Health Care Clinic	$ 25,000
Virginia League for Planned Parenthood 201 Hamilton Street Richmond, VA 23221	N/A	Public Charity	Program Support Building Infrastructure; Expanding Access Prog.	47,500
The Community Foundation Serving Richmond & Central Virginia 7501 Boulders View Drive, Suite 110 Richmond, Va 23225	N/A	Community Foundation	Program Support GiveRichmond - Richmond DonorEdge Project	20,000
Communities In Schools of Richmond, Inc. 2922 W. Marshall Street, Suite 2 Richmond, VA 23220	N/A	Public Charity	Program Support Richmond Promise - East End Children's Zone	75,000
Southeastern Council of Foundations 50 Hurt Plaza, Suite 350 Atlanta, GA 30303	N/A	Public Charity	Program Support EngAGEment Initiative	10,000
Rx Partnership 2924 Emerywood Parkway Richmond, VA 23294	N/A	Public Charity	Program Support Access to Prescription Medication	20,000
ChildSavers 200 North 22nd Street Richmond, VA 23223	N/A	Public Charity	Program Support Play Therapy Suite	120,000
Jewish Family Services 6718 Patterson Avenue Richmond, VA 23226	N/A	Public Charity	Program Support Home Care and Care Management	20,000
Communities in Schools of Richmond 2922 West Marshall Street Richmond, VA 23230	N/A	Public Charity	Program Support George Wythe High School Health Center	55,000
Partnership for Nonprofit Excellence 7501 Boulders View Drive, Suite 110 Richmond, VA 23225	N/A	Public Charity	Program Support Leadership suppt - prog., fellowships, initiatives	35,000
Medical College of Virginia Foundation P. O. Box 980234 Richmond, VA 23298-0234	N/A	Public Charity	Program Support VCU Health Systems - Sickle Cell Care	50,000

Richmond Memorial Health Foundation **51-0211020**

Statement 16
Form 990-PF, Part XV, Line 3b
Supplementary Information - Grants and Contributions Approved for Future Payment

Recipient name and address	If recipient is an individual, show relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Medical College of Virginia Foundation P. O. Box 980234 Richmond, VA 23298-0234	N/A	Public Charity	Program Support VCU Health Systems - Bridging the Gap: Youth Violence Reduction Program	62,000
Older Dominion Partnership c/o United Way of Greater Richmond & Petersburg 2001 Maywill Street, Suite 201 Richmond, VA 23230	N/A	Public Charity	Program Support Age wave planning	225,000
			Total	764,500

Grant Application Guidelines

Vision: Richmond Memorial Health Foundation is the steward of the legacy of caring embodied in the creation of Richmond Memorial Hospital. We invest fiscal and intellectual capital to improve health care and wellness in Richmond and central Virginia.

Mission: Richmond Memorial Health Foundation is a private foundation classified as tax-exempt under section 501(c)(3) of the Internal Revenue Code. The purpose of the Richmond Memorial Health Foundation is to provide support to not-for-profit, tax-exempt health and healthcare related organizations in order to improve healthcare in Richmond and central Virginia.

Areas of Emphasis: Richmond Memorial Health Foundation has identified the following areas of emphasis representing the Foundation's funding priorities:

- Aging and Alzheimer's
- Nursing and Other Health Education
- Women's and Children's Health
- Bon Secours Memorial Regional Medical Center

Richmond Memorial Health Foundation may from time to time amend or refocus the areas of emphasis or make grant awards beyond the scope of the areas of emphasis stated herein.

Geographic Area Served: Richmond Memorial Health Foundation supports eligible health and healthcare organizations serving residents of Richmond and central Virginia.

Grant Eligibility: The following entities may apply for a grant from Richmond Memorial Health Foundation:

- A tax-exempt, nonprofit organization under Section 501(c)(3) of the Internal Revenue Code. Organizations with other 501 tax status may be considered at the discretion of the Foundation and based on the charitable intent of the proposal
- A tax-exempt, nonprofit organization located within, or having its program(s) focused within Richmond or central Virginia
- A proposed program within one of the Foundation's four areas of emphasis.

Within the Foundation's geographic and focus interest areas, examples of grant activities or programs that may be considered include:

- new programs or expansion of ongoing successful programs where there is evidence that the applicant organization will be able to continue the program beyond the period of Foundation funding
- replication of practices proven successful elsewhere
- research or planning to inform programmatic or public policy decisions
- project evaluation
- strategic planning
- organization capacity building
- capital projects, on a case-by-case basis
- collaborative efforts with other nonprofits

The Foundation does not fund:

- institutions that discriminate on the basis of race, creed, gender, or sexual orientation
- direct grants to individuals
- programs outside the geographic boundaries
- indirect costs, administrative assessments or fees associated with other funding/grant awards
- debt reduction
- sectarian religious activities or direct political lobbying
- event sponsorships or other fund raising activities
- for profit organizations
- medical research
- direct replacement of discontinued government or other funding support
- requests that, in the judgment of the Board of Trustees, are the responsibility of the Federal, State, or Local Government
- endowment funds

Priority Considerations and Grant Criteria: Richmond Memorial Health Foundation identified several priority considerations that apply as review criteria for every Concept Proposal and Grant Application. Every Concept Proposal and Grant Application should address the following:

- Demonstrate an ability to make significant and measurable improvements in health and healthcare in Richmond and central Virginia.
- Demonstrate an ability to make a significant and measurable impact on one or more of the Foundation's areas of emphasis.
- Demonstrate a commitment to maintaining accountability and reporting systems according to requirements established by the Foundation in conjunction with a grant award.
- Demonstrate an ability to be sustained following the grant award period.
- Demonstrate a commitment to a community education component whereby the results gained through the grant-funded activities are systematically shared with the broader community.
- Demonstrate that the application of technology will improve operational effectiveness and efficiency.
- Demonstrated strong organizational leadership.

Other Considerations: Richmond Memorial Health Foundation may develop and maintain supplemental considerations to influence a decision to make a grant award. Among factors that may be considered are:

- Participation by other funding partners, such as foundations, government agencies, faith community, corporate sponsors, the healthcare community or individual philanthropists and/or the inclusion of matching funds.
- The time period for expected results to be achieved.
- Measurable outcomes demonstrating that the expected results are achievable within the time periods identified.
- Multi-year funding may be considered. Funding requests spanning more than one year will be awarded on a year-by-year basis contingent upon

satisfactory completion of stated performance goals and objectives.

Grant Review Process: Generally, Richmond Memorial Health Foundation applies a two-step process for receiving and considering grant requests. Step One is the submission of a Concept Proposal. Step Two is the submission of a Grant Application. The Foundation intends to administer up to two cycles per year.

Concept Proposals may be submitted throughout the year; however, the Foundation acts formally on Concept Proposals in conjunction with a Grant Review Cycle. Grant Applications are accepted only upon the invitation of the Foundation and generally are invited as a part of one of the Foundation's Grant Review Cycles.

Grant Requests are reviewed by the Foundation's Board of Trustees two times per year. At the discretion of the Foundation emergency or out-of-cycle proposals may be accepted on a case-by-case basis.

Lobbying of Foundation Trustees is strongly discouraged.

Step One – Concept Proposal

Once an organization determines that it has a proposal that is consistent with the Foundation's mission and areas of emphasis and determines that the proposal meets the Foundation's stated criteria, the organization may submit a Concept Proposal. On behalf of the Foundation, Foundation staff will communicate directly with organizations submitting Concept Proposals to advise on the status of the Concept Proposal and to provide direction on subsequent steps, concerns or questions requiring particular attention and timing as determined by the Foundation.

The Concept Proposal submittal package must include all of the following:

- The Grant Concept Proposal Form.
- The Concept Proposal Narrative. The Narrative must be no longer than three (3) typewritten pages. Please use standard 12-point font, 81/2" X 11" letter-sized paper with standard margins.
- The Concept Proposal Project Budget and Budget Narrative.
- A description of the organization with documentation of its not-for-profit, tax-exempt status.
- A cover letter stating support for the Proposal from the organization's chief executive/administrative officer and board chair/president.
- A list of the organization's board of directors and officers.
- A copy of the organization's current budget and year-to-date financial statements.
- A copy of the organization's most recent audited financial statement.
- Letters of support from key program partners

Step Two – Grant Application

Upon completion of the Concept Proposal review, the Foundation's Grants Committee will determine if the staff should invite a Grant Application from the requesting organization. An invitation to submit a Grant Application does not constitute a commitment by the Foundation to award a grant.

On behalf of the Foundation, Foundation staff will communicate the final determination regarding grant awards consistent with actions by the Grants Committee and/or the Board of Trustees.

The Grant Application must include all of the following:

- The Grant Application Form.
- A concise Project Narrative addressing each of the issues and questions contained in the Grant Application Form.
- A Proposed Project Budget and Budget Narrative. The Budget should follow the format outlined in the Budget Form. The Budget should reflect the revenues and expenditures associated with the proposed project. Include other funding sources, program generated revenues, local public/private cash and in-kind contributions if commitments exist as matching funds for the requested grant. In-kind contributions should be explicitly identified separately from cash investments by the requesting organization or other funding partners.
- Support letters from the community or other key partners documenting program support any funding contributions identified in the budget.
- A cover letter stating support for the Grant Application from the chief executive/administrative officer and board chair/president.

The narrative for the Grant Application should not exceed eight (8) typewritten pages. The Cover Sheet and Budget are not included in the 8-page limit. Please use standard 12-point font, 81/2" X 11" letter-sized paper with standard margins.

Special Instructions, Policies and Information: Please be sure that all requested information, attachments and support letters are included at the time Concept Proposals or Grant Applications are submitted. The Foundation will not review Concept Proposals or Grant Applications that do not meet the Foundation's guidelines and specifications. The Foundation cannot accept materials relating to a Concept Proposal or Grant Application under separate cover from the organization's submittal package. The Foundation will not return any material submitted.

Completed Concept Proposals or Grant Applications must be submitted by the stated deadlines. The Foundation will not review Concept Proposals or Grant Applications that are received after the deadlines. The Foundation will not acknowledge receipt of Concept Proposals or Grant Applications.

Presently there are no prohibitions to submitting more than one Concept Proposal in a grant cycle. However, should an organization submit more than one Concept Proposal in a grant cycle, the organization must indicate the priority each request has for the organization.
If an organization's Concept Proposal is not invited to participate in the Grant Application process, the organization must wait at least one grant cycle before resubmitting the same Concept Proposal for consideration.

If an organization's Grant Application does not result in a grant award, the organization may submit a revised Concept Proposal at the next grant cycle.

Timeline: Concept Proposals may be submitted at any time throughout the year and will be considered during the next appropriate grant cycle. Specific dates for Summer and Winter Grant Cycles are as follows:

Summer Grant Cycle

- First Monday in July - Concept Proposals due in Foundation Offices by 12:00 Noon. *(If the first Monday in July is July 4th, Concept Proposals are due on July 6th).*
- Third Monday in August - Notification by Foundation staff of invitation to submit Grant Applications.
- Third Monday in September - Grant Applications due to Foundation Offices by 12:00 Noon.
- Last Monday in November - Grant Awards announced by Foundation staff following Board of Trustee actions.

Winter Grant Cycle

- First Monday in January - Concept Proposals due in Foundation Offices by 12:00 Noon. *(If the first Monday in January is January 1st, Concept Proposals are due on January 3rd).*
- Third Monday in February - Notification by Foundation staff of invitation to submit Grant Applications.
- Third Monday in March - Grant Applications due in Foundation Offices by 12:00 Noon.
- Last Monday in May - Grant Awards announced by Foundation staff following Board of Trustee actions. *(If the last Monday in May is Memorial Day, Awards will be announced on the first Wednesday in June).*

Conditions for Accepting Grant Awards:

Grant recipients must execute a Letter of Agreement with Richmond Memorial Health Foundation. The Letter of Agreement defines the scope of the grant award as well as the terms, objectives and any conditions associated with the grant award. The Letter of Agreement will establish the reporting and accountability procedures employed during the grant period.

Unless explicitly excluded in the Letter of Agreement, a self-evaluation will be required for every funded project. Each grant recipient will identify evaluation criteria and expected outcomes along with a timeline for accomplishing the agreed upon objectives or outcomes. The Letter of Agreement will include each of these requirements along with any supplemental reporting or other requirements that Richmond Memorial Health Foundation may deem necessary as part of the grant award. Depending upon the nature of the grant award, the Foundation may request supplemental evaluation of the grant. In those instances, the Foundation will coordinate with the organization to accomplish the evaluation.

Information Requests:

Please note that the Foundation reserves the right to amend these guidelines, procedures or timelines at any time. For more information about Richmond Memorial Health Foundation or the Foundation's Grant Guidelines, please contact the Foundation Offices through:

John H. Estes
Director of Programs
jestes@rmhfoundation.org

Jeffrey S. Cribbs, Sr.
President and Chief Executive Officer
jcribbs@rmhfoundation.org

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1801 Bayberry Court, Suite 104
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