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Form **990-PF**

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

OMB No 1545-0052

2009Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning 09/01/09, and ending 08/31/10

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 Dover Foundation, Inc.		A Employer identification number 56-0769897
	Number and street (or P O box number if mail is not delivered to street address) Room/suite Drawer 208		B Telephone number (see page 10 of the instructions) 704-487-8890
	City or town, state, and ZIP code Shelby NC 28151		C If exemption application is pending, check here <input type="checkbox"/>
			D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A) check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 17,878,477 (Part I, column (d) must be on cash basis)		J Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) Modified Cash	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

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)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	480	480		
4 Dividends and interest from securities	469,291	469,291		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	299,216			
b Gross sales price for all assets on line 6a 9,337,597				
7 Capital gain net income (from Part IV, line 2)		299,216		
8 Net short-term capital gain			0	
9 Income modifications				
10a Gross sales less returns & allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	768,987	768,987	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	23,000	2,300		20,700
14 Other employee salaries and wages	63,525			63,525
15 Pension plans employee benefits	15,734			15,734
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) Stmt 1	14,650			14,650
c Other professional fees (attach schedule) Stmt 2	106,709	106,709		
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) Stmt 3	-358	-358		
19 Depreciation (attach schedule) and depletion Stmt 4	4,250			
20 Occupancy	12,954			
21 Travel, conferences, and meetings	1,643			1,233
22 Printing and publications				
23 Other expenses (att sch) Stmt 5	2,442			799
24 Total operating and administrative expenses. Add lines 13 through 23	244,549	108,651		116,641
25 Contributions, gifts, grants paid	702,282			702,282
26 Total expenses and disbursements. Add lines 24 and 25	946,831	108,651	0	818,923
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-177,844			
b Net investment income (if negative, enter -0-)		660,336		
c Adjusted net income (if negative, enter -0-)			0	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Form **990-PF** (2009)

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	88,459	46,647	46,647
	2 Savings and temporary cash investments	822,599	994,665	994,665
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (att. schedule) ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule) Stmt 6	1,706,400	1,600,037	1,703,566
	b Investments—corporate stock (attach schedule) See Stmt 7	9,872,540	10,378,566	9,830,059
	c Investments—corporate bonds (attach schedule) See Stmt 8	1,557,898	1,900,794	2,098,168
	11 Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule) See Statement 9	3,888,926	2,972,608	3,105,096
	14 Land, buildings, and equipment basis ▶ 190,686 Less accumulated depreciation (attach sch.) ▶ Stmt 10 90,410	104,527	100,276	100,276
Liabilities	15 Other assets (describe ▶ See Statement 11)	3	3	
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	18,041,352	17,993,596	17,878,477
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ See Statement 12)	34,735	164,823	
	23 Total liabilities (add lines 17 through 22)	34,735	164,823	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	18,006,617	17,828,773	
	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			
Net Assets or Fund Balances	30 Total net assets or fund balances (see page 17 of the instructions)	18,006,617	17,828,773	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	18,041,352	17,993,596	

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	18,006,617
2 Enter amount from Part I, line 27a	2	-177,844
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	17,828,773
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	17,828,773

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 See Attached Schedule		P	Various	Various
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 9,337,597		9,038,381	299,216
b			
c			
d			
e			

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

(i) FMV 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			299,216
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	299,216
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	299,216

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	978,904	19,246,981	0.050860
2007	1,286,967	22,539,937	0.057097
2006	1,434,431	23,538,909	0.060939
2005	1,068,501	22,853,030	0.046755
2004	954,695	21,936,742	0.043520

2 Total of line 1, column (d)	2	0.259171
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	0.051834
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	17,532,344
5 Multiply line 4 by line 3	5	908,772
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,603
7 Add lines 5 and 6	7	915,375
8 Enter qualifying distributions from Part XII, line 4 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.	8	818,923

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	13,207
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	13,207
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	13,207
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	19,983
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	19,983
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	6,776
11	Enter the amount of line 10 to be Credited to 2010 estimated tax Refunded	11	6,776

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
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)? 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
c 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 \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
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?		
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 page 19 of the instructions) NC		
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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? 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

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► Hoyt Q. Bailey PO Box 208 Located at ► Shelby, NC	Telephone no ► 704-487-8890 ZIP+4 ► 28151		
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		

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 type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" 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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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?	N/A	
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? If "Yes," list the years ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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	
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	N/A	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2009?		X

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? ☐ N/A ☐ 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 **6b** ☒

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
See Statement 13				

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
Nancy Moore PO Box 208 Shelby NC 28151	Office Manag 40 00	63,525	10,874	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
NONE		

Total number of others receiving over \$50,000 for professional services ▶**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	
2	
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 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3 ▶	

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	17,629,379
b	Average of monthly cash balances	1b	67,553
c	Fair market value of all other assets (see page 24 of the instructions)	1c	102,402
d	Total (add lines 1a, b, and c)	1d	17,799,334
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	17,799,334
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	266,990
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	17,532,344
6	Minimum investment return. Enter 5% of line 5	6	876,617

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	876,617
2a	Tax on investment income for 2009 from Part VI, line 5	2a	13,207
b	Income tax for 2009 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	13,207
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	863,410
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	863,410
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	863,410

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	818,923
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	818,923
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	818,923

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				863,410
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			437,231	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e				
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 818,923				
a Applied to 2008, but not more than line 2a			437,231	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2009 distributable amount				381,692
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))				
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				
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				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				481,718
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)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
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 ▶

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					
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))
N/A

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
N/A

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
Hoyt Q. Bailey 704-487-8890
P.O. Box 208 Shelby NC 28151

b The form in which applications should be submitted and information and materials they should include
See Statement 14

c Any submission deadlines
None

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

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

Recipient	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
Name and address (home or business)				
a Paid during the year See Attached Schedule				702,282
Total			3a	702,282
b Approved for future payment N/A				
Total			3b	

Form **4562**
 Department of the Treasury
 Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property)

OMB No 1545-0172

2009Attachment
Sequence No **67**

▶ See separate instructions.

▶ Attach to your tax return.

Name(s) shown on return

Dover Foundation, Inc.

Identifying number

56-0769897

Business or activity to which this form relates

Operations

Part I Election To Expense Certain Property Under Section 179**Note:** If you have any listed property, complete Part V before you complete Part I

1	Maximum amount See the instructions for a higher limit for certain businesses	1	250,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	800,000
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2008 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2010 Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instr.)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	4,250

Part III MACRS Depreciation (Do not include listed property) (See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2009	17	0
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶		

Section B—Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	4,250
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

For Paperwork Reduction Act Notice, see separate instructions

Form **4562** (2009)

DAA

There are no amounts for Page 2

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Accounting Fees	\$ 14,650	\$	\$	\$ 14,650
Total	\$ 14,650	\$ 0	\$ 0	\$ 14,650

Statement 2 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Management Fees-Smith Barney	\$ 106,709	\$ 106,709	\$	\$
Total	\$ 106,709	\$ 106,709	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Foreign Taxes	\$ -358	\$ -358	\$	\$
Total	\$ -358	\$ -358	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part I, Line 19 - Depreciation

Date Acquired	Description	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
	Depreciation	\$	\$ 4,601			\$ 4,250	\$	\$
Total		\$ 0	\$ 4,601			\$ 4,250	\$ 0	\$ 0

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses				
Office Supplies/Postage	1,376			
Miscellaneous Expense	1,066			799
Total	<u>2,442</u>	<u>0</u>	<u>0</u>	<u>799</u>
	\$	\$	\$	\$

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Municipal Bonds	\$ 37,721	\$ 67,405	Cost	\$ 70,473
Government & Government Sponsored En	1,668,679	1,532,632	Cost	1,633,093
Total	\$ 1,706,400	\$ 1,600,037		\$ 1,703,566

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Stocks	\$ 9,314,739	\$ 8,891,241	Cost	\$ 8,284,079
Mutual Funds	557,801	1,089,676	Cost	1,158,272
Exchange Traded & Closed End Funds		397,649	Cost	387,708
Total	\$ 9,872,540	\$ 10,378,566		\$ 9,830,059

Statement 8 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Corporate Bonds	\$ 1,490,724	\$ 1,783,320	Cost	\$ 1,968,576
International Bonds	67,174	117,474	Cost	129,592
Total	\$ 1,557,898	\$ 1,900,794		\$ 2,098,168

Federal Statements

Statement 9 - Form 990-PF, Part II, Line 13 - Other Investments

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
Alternative Investments	\$ 1,714,453	\$ 1,452,708	Cost	\$ 1,535,699
Mortgage & Asset Backed Securities	2,174,473	1,519,900	Cost	1,569,397
Total	<u>\$ 3,888,926</u>	<u>\$ 2,972,608</u>		<u>\$ 3,105,096</u>

Federal Statements

Statement 10 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
Office Furniture/Equipment	\$ 15,671	\$ 15,671	\$	\$
Buildings	137,015	137,015	90,410	62,276
Accumulated Depreciation				
Land	38,000	38,000		38,000
Total	\$ 190,686	\$ 190,686	\$ 90,410	\$ 100,276

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

Description	Beginning of Year	End of Year	Fair Market Value
Rounding	\$ 3	\$ 3	\$
Total	\$ 3	\$ 3	\$ 0

Statement 12 - Form 990-PF, Part II, Line 22 - Other Liabilities

Description	Beginning of Year	End of Year
Accrued Salaries & Wages	\$ 32,267	\$ 21,873
Accrued Payroll Taxes	2,468	1,673
Cash Overdrafts		141,277
Total	\$ 34,735	\$ 164,823

Federal Statements

12/29/2010 11:36 AM

Statement 13 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
Hoyt Bailey PO Box 208 Shelby NC 28151	President	0.00	4,000	0	0
Melanie Ann Knight PO Box 208 Shelby NC 28151	Director	0.00	3,500	0	0
Jay Linton Suttle PO Box 208 Shelby NC 28151	Treasurer	0.00	3,500	0	0
Kathleen H. Wilson PO Box 208 Shelby NC 28151	Vice-Pres.	0.00	4,000	0	0
Cynthia B. Buckingham PO Box 208 Shelby NC 28151	Director	0.00	4,000	0	0
Harvey B. Hamrick, Jr. PO Box 208 Shelby NC 28151	Director	0.00	4,000	0	0

Federal Statements

Statement 14 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

Detailed request data and copy of IRS exemption certificate

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

None

DOVER FOUNDATION, INC
Form 990-PF
FYE 8/31/10
EIN 56-0769897
Part XV, Line 3a

<u>Name and Address</u>	<u>Purpose</u>	<u>Amount</u>
Abuse Prevention Council P O Box 2589 Shelby, NC 28151	Domestic abuse prevention	10,000
Adopt A Platoon P O Box 1457 Seabrook, NH 03874	support our troops	100
Alzheimer's Disease Research P O Box 1950 Clarksburg, MD 20871	support alzheimer's research	100
Ambassador College P O Box 158 Lattimore, NC 28089	support education programs	2,000
American Cancer Sociey 500 East Morehead St , Suite 211 Charlotte, NC 28202	support cancer research	5,200
American Heart Association P O Box 2391 Shelby, NC 28151	support the fight against heart disease	10,000
American Legion 222 North LaFayette St Suite 22 Shelby, NC 28150	Veterans organization	1,500
American Lung Association P O Box 7000 Albert Lea, MN 56607 Boone, NC 28608	support the fight against lung disorders	225
Baptist Children's Homes P O Box 338 Thomasville, NC 27361	support child care programs	100
Bethlehem Methodist Church 2741 Highway 274 Cherryville, NC 28021	support church activities	5,000
Boy Scouts - Piedmont Council P O Box 1059 Gastonia, NC 28053	support programs of the Boy Scouts	7,500
Brothers In Christ Outreach Ministries P O Box 1264 Shelby, NC 28151	support after-school & summer programs	10,000

DOVER FOUNDATION, INC
Form 990-PF
FYE 8/31/10
EIN 56-0769897
Part XV, Line 3a

<u>Name and Address</u>	<u>Purpose</u>	<u>Amount</u>
Capetown Baptist Seminary P O Box 28473 Gatesville 7766 South Africa	support religious education	1,000
Carolina Cross Connection P O Box 1457 Lincolnton, NC 28093	serving needy families by performing home repairs	2,000
Children's Flight of Hope 130 Edinburgh South Drive, Ste 203 Cary, NC 27511	Medical assistance	2,500
Christine's Home P O Box 249 Shelby, NC 28151	support outreach programs for children	5,000
Christian Record Services 3049 Holly Hill Road Hendersonville, NC 287925	Materials for the blind	2,500
Church of St Andrew 902 Spring Garden Drive Shelby, NC 28150	Religious organization	2,000
City of Hope Church P. O. Box 291 Shelby, NC 28151	support church activities	2,400
Clare Boothe Luce Policy Institute 112 Elden Street, Suite P Herdon, VA 20170	mentoring & training women	500
Cleveland Community College 137 South Post Road Shelby, NC 28152	support education programs	10,000
Cleveland County Arts Council 111 South Washinton St Shelby, NC 28150	promote arts & humanities	7,500
Cleveland County Boys and Girls Club P O Box 2001 Shelby, NC 28151	support outreach programs for children	11,100
Cleveland County Business Development 7 North Lafayette Street, Suite 1 Shelby, NC 28150	support local business development efforts	2,000

DOVER FOUNDATION, INC

Form 990-PF

FYE 8/31/10

EIN 56-0769897

Part XV, Line 3a

<u>Name and Address</u>	<u>Purpose</u>	<u>Amount</u>
Cleveland County Communities in Schools 215 South Washington St , Suite 104 Shelby, NC 28150	Programs for students	5,000
Cleveland County Cooperative Extension 130 South Post Road, Suite 1 Shelby, NC 28152	Local nutrition education	5,000
Cleveland County Council on Aging 1266 Fallston Road Shelby, NC 28150	support quality of life for seniors	600
Cleveland County Educational Foundation 130 South Post Road Shelby, NC 28152	support education programs	3,000
Cleveland County Humane Society P O Box 2432 Shelby, NC 28151	support animal care	40,000
Cleveland County Library System P O Box 1120 Shelby, NC 28151	support library programs	5,000
Cleveland County Partnership for Children 312 West Marion Street Shelby, NC 28150	support early childhood education programs	1,000
Cleveland County Social Services P O Box 9006 Shelby, NC 28151	support programs & services	5,000
Cleveland County Sports Commission 315 Grover Street Shelby, NC 28150	promote athletics participation	500
Cleveland Healthcare Foundation 201 East Grover St Shelby, NC 28150	Medical projects	10,000
Cleveland/Rutherford Kidney Association 1017 North Washington St Shelby, NC 28150	Medical assistance	25,000
Crest High School 800 Old Boiling Springs Road Shelby, NC 28152	Education	5,000
Crest Middle School 315 Beaver Dam Church Road Shelby, NC 28152	Education	250

DOVER FOUNDATION, INC
Form 990-PF
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Part XV, Line 3a

<u>Name and Address</u>	<u>Purpose</u>	<u>Amount</u>
Dover Baptist Church 1501 Polkville Road Shelby, NC 28150	support church activities	20,000
Elizabeth Baptist Church 301 North Post Road Shelby, NC 28150	support church activities	5,000
Ellis Chapel Methodist Church 2301 Elizabeth Avenue Shelby, NC 28150	support church activities	500
Faith Harvest Church 1001 Buffalo Street Shelby, NC 28150	support church activities	3,000
Fellowship of Christian Athletes P O Box 83 Shelby, NC 28151	support outreach programs for young athletes	5,000
Foothills Conservancy P O Box 3023 Morganton, NC 28680	support environmental programs	2,000
Gardner-Webb University P O Box 997 Boiling Springs, NC 28017	support education programs & provide scholarships	100,000
George Patton Museum 62-510 Chiriaco Road Chiriaco Summitt, CA 92201	War memorial	200
Girl Scouts - Pioneer Council 250 South New Hope Road Gastonia, NC 28054	support programs of the Girl Scouts	10,000
Graham Elementary School 1100 Blanton Street Shelby, NC 28150	Education programs	2,000
Greater Cleveland Co Baptist Association 1175 Wyke Road Shelby, NC 28150	support religious programs	46,000
Green Bethel Baptist Church 120 Bethel Avenue Boiling Springs, NC 28017	support church programs	2,500

DOVER FOUNDATION, INC

Form 990-PF

FYE 8/31/10

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Part XV, Line 3a

<u>Name and Address</u>	<u>Purpose</u>	<u>Amount</u>
Heineman Medical Research Center P. O. Box 35457 Charlotte, NC 28235	heart disease research	40,000
Heritage Foundation 214 Massachusetts Avenue, NE Washington, DC 20002-4999	public policy research	100
High Point University 833 Montlieu Avenue High Point, NC 27262	scholarship funding	15,000
Hog Happnin' P O Box 2343 Shelby, NC 28151	support civic organizations	20,000
Holy Angels P O Box 710 Belmont, NC 28012	care for disabled children	3,000
Hospitality House of Charlotte 1400 Scott Avenue Charlotte, NC 28203	provide shelter for families in medical crises	3,000
House of Mercy P O Box 808 Belmont, NC 28012	care for AIDS patients	2,500
Independent College Fund of NC 530 North Blount St Raleigh, NC 27604	support education programs	1,500
Institute for Justice 901 North Glebe Road, Suite 900 Arlington, VA 22203	Support civil liberties	100
Inter-Faith Alliance 319 North LaFayette Street Shelby, NC 28150	Homeless shelter	2,500
Junior Charity League P O Box 1324 Shelby, NC 28151	support programs of the JCL	5,000
Kidsenses Museum P O Box 150 Rutherfordton, NC 28139	promote arts & humanities	5,000
Kiwanis Club 1427 East Marion St Shelby, NC 28150	support Kiwanis Club programs	250

DOVER FOUNDATION, INC

Form 990-PF

FYE 8/31/10

EIN 56-0769897

Part XV, Line 3a

<u>Name and Address</u>	<u>Purpose</u>	<u>Amount</u>
Korean War Museum P O Box 96307 Washington, DC 20090	promote arts & humanities	200
Man II Man P O Box 1572 Shelby, NC 28151	support youth programs	5,000
Maranatha Baptist Church 413 Polkville Road Shelby, NC 28150	support church activities	5,000
Marion School 410 Forest Hill Drive Shelby, NC 28150	support school programs	1,000
Mars Hill College P O Box 370 Mars Hill, NC 28754	Education	1,000
Medical Foundation of NC 880 Martin Luther King, Jr Boulevard Chapel Hill, NC 27514-2600	support medical education & research	5,000
Cleveland County Mental Health Association P O Box 623 Shelby, NC 28151	Medical prescription drug program	2,700
Mickey Cruz Outreach/City of Shelby P O Box 207 Shelby, NC 28151	support youth programs	1,000
Mundy's Chapel Methodist Church P O Box 81 Mooresboro, NC 28114	support church programs	4,000
National Center for Public Policy Research 501 Capitol Court, NE Suite 200 Washington, DC 20002	communication & research regarding public policy	250
NC Special Olympics 2200 Gateway Center Boulevard, Suite 203 Morrisville, NC 27560	support Special Olympics mission	2,000
NC State University Box 7001 Raleigh, NC 27695	support education programs, scholarship funding	14,000
NC Symphony Association 3700 Glenwood Avenue, Suite 130 Raleigh, NC 27612	Music in schools	5,000

DOVER FOUNDATION, INC
Form 990-PF
FYE 8/31/10
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Part XV, Line 3a

<u>Name and Address</u>	<u>Purpose</u>	<u>Amount</u>
North Lafayette Street Baptist Church 1700 North Lafayette Street Shelby, NC 28150	support church activities	2,000
Old Rugged Cross Baptist Church P O Box 336 Earl, NC 28038	support church activities	2,000
Pentecostal Apostolic Church of Christ 125 West Zion Church Road Shelby, NC 28150	support church activities	1,000
Piedmont Educational Foundation P O Box 7280 Hickory, NC 28603	support education programs	250
Plains View Baptist Church 1413 East Stagecoach Trail Lawndale, NC 28090	support church activities	3,000
Pleasant Ridge Baptist Church 198 Pleasant Ridge Church Road Shelby, NC 28152	support church activities	2,300
Polkville United Methodist Church P O Box 9 Polkville, NC 28136	support church activities	500
Raper-Roark Trust Fund P O Box 207 Shelby, NC 28151	promote arts & humanities	1,000
Raulston Arboretum (NCSU) Campus Box 7522 Raleigh, NC 27695	promote arts & humanities	250
Ryburn Memorial Presbyterian Church P O Box 2058 Shelby, NC 28151	support church activities	2,078
Salute America's Heroes P O Box 96440 Washington, DC 20090-6440	assistance for disabled veterans	220
Salvation Army P O Box 1764 Shelby, NC 28151	support Salvation Army's mission	31,000
Sandy Run Baptist Church P O Box 297 Mooresboro, NC 28114	support church activities	1,000

DOVER FOUNDATION, INC
Form 990-PF
FYE 8/31/10
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Part XV, Line 3a

<u>Name and Address</u>	<u>Purpose</u>	<u>Amount</u>
Second Baptist Church 1114 South Lafayette Street Shelby, NC 28152	support church activities	2,000
Shelby Fire Department 506 East Grover Street Shelby, NC 28150	Public safety	9,380
Shelby Christian Women's Club 1304 Vista Drive Shelby, NC 28150	community service	1,000
Shelby Masonic Lodge P O Box 1744 Shelby, NC 28151	Support children's homes	2,000
Shelby High School 230 East Dixon Blvd Shelby, NC 28152	support education programs	4,100
Shelby Presbyterian Church P O Box 1444 Shelby, NC 28151	support church activities	10,000
State Policy Network 2020 North 14th St , Suite 250 Arlington, VA 22201	Education	250
Sulphur Springs United Methodist Church P O Box 1073 Shelby, NC 28151	support church activities	10,000
Thomas Jefferson Classical Academy 2527 Highway 221A Mooresboro, NC 28114	support education programs	5,000
Township 3 Elemenrary School 526 Davis Road Shelby, NC 28152	support education programs	1,000
Union Baptist Church 3800 Polkville Road Shelby, NC 28150	support church activities	1,429
United Way P O Box 2242 Shelby, NC 28151	support the mission of the United Way	10,000

DOVER FOUNDATION, INC
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Part XV, Line 3a

<u>Namd and Address</u>	<u>Purpose</u>	<u>Amount</u>
UNC-Chapel Hill CB #1400 450 Ridge Road SASB North, Suite 2215 Chapel Hill, NC 27599	scholarship funding	21,000
Uptown Shelby Association 211 South Trade St Shelby, NC 28150	support civic organizations	2,500
Waddell Chapel Methodist Church P O. Box 761 Shelby, NC 28151	support church adctivities	4,000
Walls Memorial Baptist Church 2223 Elizabeth Avenue Shelby, NC 28150	support church activities	2,000
Washington Outreach Ministry P O Box 507 Waco, NC 28169	support church outreach	3,500
Winter Park Baptist Church 4700 Wrightsville Avenue Wilmington, NC 28403	support church programs	7,500
World War II Veterans P O Box 96543 Washington, DC 20090-6543	support civic organizations	550
Young America's Foundation F M Kirby Freedom Center 110 Elden Street Herndon, VA 20170	support youth outreach programs	100
Young Life P O Box 1757 Shelby, NC 28151	support ministry programs for adolescents	10,000
Zoar Baptist Church 1740 South LaFayette Street Shelby, NC 28152	support church programs	2,500
		<u>702,282</u>

Federal Asset Report

Operations

Asset	Description	Date In Service	Cost	Bus %	Sec 179	Bonus	Basis for Depr	PerConv Meth	Prior	Current
Other Depreciation:										
1	Office Furniture	1/01/87	2,513				2,513	10 MO S/L	2,513	0
2	Computer	3/01/92	2,501				2,501	10 MO S/L	2,501	0
3	Typewriter	8/01/92	843				843	10 MO S/L	843	0
4	Computer Desk	10/01/92	705				705	10 MO S/L	705	0
5	File Cabinets	1/01/92	445				445	10 MO S/L	445	0
6	Laser Printer	12/01/92	1,272				1,272	10 MO S/L	1,272	0
7	Main House	4/01/91	84,000				84,000	40 MO S/L	38,675	2,100
8	House	4/01/91	36,000				36,000	40 MO S/L	16,575	900
9	Siding	12/20/95	9,175				9,175	15 MO S/L	8,359	612
10	Roof	5/14/96	6,690				6,690	15 MO S/L	5,947	446
11	Replacement Windows	1/09/96	1,150				1,150	15 MO S/L	1,048	76
12	Micron Computer	6/30/99	2,100				2,100	5 MO S/L	2,100	0
13	Hewlett Packard Office JetPro	6/30/99	700				700	5 MO S/L	700	0
14	Land	4/01/91	38,000				38,000	0 -- Land	0	0
15	Conference Table/2 Chairs	1/10/02	1,210				1,210	7 MO S/L	1,210	0
16	AMD Duron 1.3 GHZ System - Hard Drive	12/31/02	705				705	5 MO S/L	705	0
17	4-line Business Speaker Phone System	5/30/03	631				631	5 MO S/L	631	0
18	Phone System	1/18/05	952				952	5 MO S/L	872	80
19	Computer	10/20/04	1,095				1,095	5 MO S/L	1,059	36
Total Other Depreciation			<u>190,687</u>				<u>190,687</u>		<u>86,160</u>	<u>4,250</u>
Total ACRS and Other Depreciation			<u>190,687</u>				<u>190,687</u>		<u>86,160</u>	<u>4,250</u>
Grand Totals			190,687				190,687		86,160	4,250
Less: Dispositions and Transfers			0				0		0	0
Less: Start-up/Org Expense			0				0		0	0
Net Grand Totals			<u>190,687</u>				<u>190,687</u>		<u>86,160</u>	<u>4,250</u>

Federal Statements

Taxable Interest on Investments

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>
Interest Income	\$ 480		14	NC
Total	<u>\$ 480</u>			

Taxable Dividends from Securities

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>
Dividend Income	\$ 212,224		14	
Interest Income	257,067		14	
Total	<u>\$ 469,291</u>			

Form **8868**
(Rev. January 2011)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- 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 File by the due date for filing your return. See instructions	Name of exempt organization	Employer identification number
	Dover Foundation, Inc.	56-0769897
	Number, street, and room or suite no. If a P.O. box, see instructions Drawer 208	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions Shelby NC 28151	

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	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	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

- The books are in the care of ▶ Hoyt Q. Bailey
Telephone No ▶ 704-487-8890 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 04/15/11, to file the exempt organization return for the organization named above. The extension is for the organization's return for
 ▶ ☐ calendar year or
 ▶ ☒ tax year beginning 09/01/09, and ending 08/31/10

2 If this 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 Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	13,207
b If this application is for Form 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	\$	19,983
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	0

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

For Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2011)