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Return of Private Foundation

Department of the Treasury
Internal Revenue Serviceor Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

2010

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

For calendar year 2010, or tax year beginning

, and ending

G Check all that apply

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

Name of foundation Danville Regional Foundation		A Employer identification number 20-3319727
Number and street (or P O box number if mail is not delivered to street address) 103 South Main Street	Room/suite	B Telephone number 434-799-2176
City or town, state, and ZIP code Danville, VA 24541		C If exemption application is pending, check here ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 187,216,466.	J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
(Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		1,000.		N/A	
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		1,642.	1,642.		
4 Dividends and interest from securities		3,140,505.	3,140,505.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		3,547,878.			
b Gross sales price for all assets on line 6a 83,066,706.					
7 Capital gain net income (from Part IV, line 2)			3,547,878.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less cost of goods sold					
c Gross profit or (loss)					
11 Other income		3,285.	0.		Statement 1
12 Total. Add lines 1 through 11		6,694,310.	6,690,025.		
13 Compensation of officers, directors, trustees, etc		472,646.	32,413.		440,233.
14 Other employee salaries and wages		432,049.	0.		432,049.
15 Pension plans, employee benefits		124,688.	0.		124,688.
16a Legal fees Stmt 2		12,890.	0.		12,890.
b Accounting fees Stmt 3		28,379.	0.		28,379.
c Other professional fees Stmt 4		827,855.	580,746.		247,109.
17 Interest					
18 Taxes Stmt 5		173,491.	2,086.		50,995.
19 Depreciation and depletion		22,738.	0.		
20 Occupancy		62,400.	0.		62,400.
21 Travel, conferences, and meetings		42,279.	0.		42,279.
22 Printing and publications					
23 Other expenses Stmt 6		188,706.	2,671.		186,035.
24 Total operating and administrative expenses. Add lines 13 through 23		2,388,121.	617,916.		1,627,057.
25 Contributions, gifts, grants paid		8,801,546.			3,416,430.
26 Total expenses and disbursements. Add lines 24 and 25		11,189,667.	617,916.		5,043,487.
27 Subtract line 26 from line 12		<4,495,357.>			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			6,072,109.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

	Beginning of year (a) Book Value	End of year	
		(b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing			
2 Savings and temporary cash investments	2,522,953.	1,165,771.	1,165,771.
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			
7 Other notes and loans receivable ▶			
Less allowance for doubtful accounts ▶			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges	55,489.	21,787.	21,787.
10a Investments - U.S. and state government obligations			
b Investments - corporate stock Stmt 8	69,795,375.	44,491,583.	44,491,583.
c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶			
12 Investments - mortgage loans			
13 Investments - other Stmt 9	98,678,820.	141,515,884.	141,515,884.
14 Land, buildings, and equipment basis ▶ 108,928.			
Less accumulated depreciation Stmt 10 ▶ 87,487.	44,179.	21,441.	21,441.
15 Other assets (describe ▶)	89,883.	0.	0.
16 Total assets (to be completed by all filers)	171,186,699.	187,216,466.	187,216,466.
Liabilities			
17 Accounts payable and accrued expenses	237,650.	241,945.	
18 Grants payable	4,322,266.	9,707,382.	
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable			
22 Other liabilities (describe ▶ Statement 11)	130,486.	232,077.	
23 Total liabilities (add lines 17 through 22)	4,690,402.	10,181,404.	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ ☒ X			
and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted	166,496,297.	177,035,062.	
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here ▶ ☐			
and complete lines 27 through 31.			
27 Capital stock, trust principal, or current funds			
28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances	166,496,297.	177,035,062.	
31 Total liabilities and net assets/fund balances	171,186,699.	187,216,466.	

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	166,496,297.
2 Enter amount from Part I, line 27a	2	<4,495,357.>
3 Other increases not included in line 2 (itemize) ▶ Unrealized gain on investments	3	15,119,893.
4 Add lines 1, 2, and 3	4	177,120,833.
5 Decreases not included in line 2 (itemize) ▶ See Statement 7	5	85,771.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	177,035,062.

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 Sale of various securities- See statement 13	P		
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 83,066,706.		79,518,828.	3,547,878.
b			
c			
d			
e			

(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			3,547,878.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	3,547,878.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		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 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))
2009	6,395,919.	157,086,614.	.040716
2008	5,333,144.	185,471,723.	.028754
2007	18,108,690.	212,910,452.	.085053
2006	473,290.	109,187,208.	.004335
2005			

2 Total of line 1, column (d)	2	.158858
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	.039715
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	170,275,558.
5 Multiply line 4 by line 3	5	6,762,494.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	60,721.
7 Add lines 5 and 6	7	6,823,215.
8 Enter qualifying distributions from Part XII, line 4	8	5,043,487.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	121,442.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
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	121,442.
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	121,442.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	104,590.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	30,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	134,590.	
8 Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	1,058.	
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	12,090.	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax 12,090. 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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 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		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		
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 instructions) <u>VA</u>		
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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2010)

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 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 ► <u>www.danvilleregionalfoundation.org</u>	13	X	
14	The books are in care of ► <u>The Foundation</u> Telephone no ► <u>434-799-2176</u> Located at ► <u>103 South Main Street, Danville, VA</u> ZIP+4 ► <u>24541</u>			
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			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ► <u>Cayman Islands</u>	16	X	No

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?	☐ 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 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
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 2010?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years ► _____	☐ Yes ☒ 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 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 ► _____	2b	
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 2010 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 2010)	3b	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

Form 990-PF (2010)

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)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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?

6b

X

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.

(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 12		400,457.	67,552.	4,637.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Clark Casteel - 103 South Main Street, Danville, VA 24541	Sr. Prog. Officer 40.00	86,154.	20,050.	0.
Starling McKenzie - 103 South Main Street, Danville, VA 24541	Sr. Prog. Officer 40.00	71,406.	22,292.	0.
Wendi Everson - 103 South Main Street, Danville, VA 24541	Prog. Officer 40.00	50,752.	16,696.	0.
Shirley Jo Hite - 103 South Main Street, Danville, VA 24541	Exec. Ass't 40.00	41,132.	16,539.	0.
Stephanie Blevins - 103 South Main Street, Danville, VA 24541	Acc't Ass't 40.00	40,633.	10,507.	0.
Total number of other employees paid over \$50,000				0

Form 990-PF (2010)

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Wedge Capital Management 301 College Street, Charlotte, NC 28202	Investment management	155,185.
LSV Asset Management 4842 Paysphere Circle, Chicago, IL 60674	Investment management	117,626.
Advisory Research, Inc. 1659 Paysphere Circle, Chicago, IL 60674	Investment management	94,203.
Prime Property Fund, LLC 3424 Peachtree Rd., NE, Atlanta, GA 30326	Investment management	77,419.
DAHAB Associates 423 South Country Road, Bay Shore, NY 11706	Investment advisory	73,439.
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 N/A	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

Form 990-PF (2010)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	170,744,214.
b	Average of monthly cash balances	1b	2,102,586.
c	Fair market value of all other assets	1c	21,787.
d	Total (add lines 1a, b, and c)	1d	172,868,587.
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	172,868,587.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,593,029.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	170,275,558.
6	Minimum investment return. Enter 5% of line 5	6	8,513,778.

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

1	Minimum investment return from Part X, line 6	1	8,513,778.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	121,442.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	121,442.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	8,392,336.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	8,392,336.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	8,392,336.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	5,043,487.
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	
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	5,043,487.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,043,487.

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.

Form 990-PF (2010)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				8,392,336.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			2,450,672.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 5,043,487.				
a Applied to 2009, but not more than line 2a			2,450,672.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				2,592,815.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				5,799,521.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

N/A

- ▶

☐ 4942(j)(3) or ☐ 4942(j)(5)

- [illegible]

2010.03060 Danville Regional Foundatio DRF 1

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 <i>Paid during the year</i> See Statement 14	None			3,416,430.
Total			3a	3,416,430.
b <i>Approved for future payment</i> See Statement 15	None			9,707,382.
Total			3b	9,707,382.

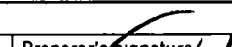
Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

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

[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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		7/14/2011 Date		TREASURER Title
Paid Preparer Use Only	Print/Type preparer's name Thomas G. RAFFA		Preparer's signature 		Date 6/22/11
	Check ☐ if self-employed				PTIN
	Firm's name ▶ RAFFA, P.C.				Firm's EIN ▶
Firm's address ▶ 1899 L Street, NW, Suite 900 Washington, DC 20036					Phone no 202-822-5000

2010 DEPRECIATION AND AMORTIZATION REPORT

Form 990-PF Page 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	Software	011007SL		3.00	16	22,565.			22,565.	22,565.		0.
2	Additional software licenses	072407SL		2.50	16	2,414.			2,414.	2,334.		80.
3	Computer - laptop	073107SL		3.00	16	1,570.			1,570.	1,264.		306.
4	Automobile	101207SL		5.00	16	30,476.			30,476.	13,786.		6,095.
5	Server and computer equipment	121207SL		3.00	16	5,014.			5,014.	3,481.		1,533.
6	Server and accounting software	020608SL		3.00	16	8,255.			8,255.	5,274.		2,752.
7	Computers	022808SL		3.00	16	2,658.			2,658.	1,624.		886.
8	Computers	031008SL		3.00	16	1,712.			1,712.	1,047.		571.
9	Phone system	043008SL		5.00	16	6,641.			6,641.	2,324.		1,328.
10	Computers	040108SL		3.00	16	1,504.			1,504.	877.		501.
11	Furniture	120408SL		3.00	16	5,961.			5,961.	1,987.		1,987.
12	Website upgrades	080108SL		3.00	16	10,691.			10,691.	5,049.		3,564.
13	Furniture	010709SL		3.00	16	9,467.			9,467.	3,137.		3,135.
	* Total 990-PF Pg 1 Depr					108,928.		0.	108,928.	64,749.	0.	22,738.

028102
05-01-10

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

Form 990-PF	Other Income		Statement	1
Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	
Administrative fees	3,285.	0.		
Total to Form 990-PF, Part I, line 11	3,285.	0.		

Form 990-PF	Legal Fees		Statement	2
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal fees	12,890.	0.		12,890.
To Fm 990-PF, Pg 1, ln 16a	12,890.	0.		12,890.

Form 990-PF	Accounting Fees		Statement	3
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting fees	28,379.	0.		28,379.
To Form 990-PF, Pg 1, ln 16b	28,379.	0.		28,379.

Form 990-PF	Other Professional Fees		Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment fees	580,746.	580,746.		0.
Other professional fees	243,178.	0.		243,178.
Payroll & benefits administration fees	3,931.	0.		3,931.
To Form 990-PF, Pg 1, ln 16c	827,855.	580,746.		247,109.

Form 990-PF	Taxes			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Federal excise taxes	120,410.	0.		0.	
Payroll taxes	53,081.	2,086.		50,995.	
To Form 990-PF, Pg 1, ln 18	173,491.	2,086.		50,995.	

Form 990-PF	Other Expenses			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Insurance	47,405.	0.		47,405.	
Promotional fees	28,273.	0.		28,273.	
Supplies	10,151.	0.		10,151.	
Bank charges	2,671.	2,671.		0.	
Telephone	22,283.	0.		22,283.	
Postage	2,370.	0.		2,370.	
Dues and subscriptions	36,224.	0.		36,224.	
Special events (non-fundraising)	24,860.	0.		24,860.	
Small furniture/equipment purchases	10,237.	0.		10,237.	
Miscellaneous	4,232.	0.		4,232.	
To Form 990-PF, Pg 1, ln 23	188,706.	2,671.		186,035.	

Form 990-PF	Other Decreases in Net Assets or Fund Balances			Statement	7
Description	Amount				
Provision for deferred federal excise tax expense	85,771.				
Total to Form 990-PF, Part III, line 5	85,771.				

Danville Regional Foundation
 EIN: 20-3319727
 2010 Federal Form 990-PF

Statement 8

* * SECURITIES * *	UNIT COST MARKET PRICE SHARES/PAR	COST	MARKET VALUE ACCURED INCOME	UNREALIZED GAIN(LOSS)
COMMON STOCK				
HEALTH CARE				
HEALTH CARE EQUIP AND SER				
ANALOGIC CORP COM PAR \$0.05	48.3195			
032657207	49.51	225,168.99	230,716.60	5,547.61
	4,660		0.00	
SUN HEALTHCARE GROUP INC	10.945			
86677E100	12.66	86,246.60	99,760.80	13,514.20
	7,880		0.00	
TOTAL HEALTH CARE EQUIP AND SER	12,540	311,415.59	330,477.40	19,061.81
			0.00	
PHARMA BIOTECH AND LIFE S				
ALBANY MOLECULAR RESH INC	11.9626			
COM	5.62	184,104.34	86,491.80	(97,612.54)
012423109	15,390		0.00	

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 8

* * SECURITIES * *	YLD	UNIT COST MARKET PRICE SHARES/PAR	COST	MARKET VALUE ACCURED INCOME	UNREALIZED GAIN(LOSS)
TOTAL PHARMA BIOTECH AND LIFE S		15,390	184,104.34	86,491.80 0.00	(97,612.54)
TOTAL HEALTH CARE		27,930	495,519.93	416,969.20 0.00	(78,550.73)
FINANCIALS					
INSURANCE					
SYMETRA FINANCIAL CORP 871516106	YLD 1.45	12.2887 13.70 21,670	266,295.66	296,879.00 0.00	30,583.34
UNITED FIRE & CAS CO 910331107	YLD 2.68	27.1586 22.32 5,140	139,595.08	114,724.80 771.00	(24,870.28)
TOTAL INSURANCE		26,810	405,890.74	411,603.80 771.00	5,713.06
BANKS					
INVESTORS BANCORP INC COM 46146P102		13.4827 13.12 21,470	289,472.61	281,686.40 0.00	(7,786.21)
UMB FINL CORP COM 902788108	YLD 1.88	34.3475 41.44 6,070	208,489.56	251,540.80 0.00	43,051.24
TOTAL BANKS		27,540	497,962.17	533,227.20 0.00	35,265.03
DIVERSIFIED FINANCIALS					
LEUCADIA NATL CORP COM 527288104	YLD 0.85	24.6393 29.18 13,580	334,602.31	396,264.40 0.00	61,662.09
MF GLOBAL HOLDINGS LTD 55277J108		7.4761 8.36 46,640	348,687.02	389,910.40 0.00	41,223.38
RAYMOND JAMES FINL INC 754730109	YLD 1.59	23.3700 32.70 8,360	195,373.01	273,372.00 1,086.80	77,998.99

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 8

* * SECURITIES * *	UNIT COST MARKET PRICE SHARES/PAR	COST	MARKET VALUE ACCRUED INCOME	UNREALIZED GAIN(LOSS)
TOTAL DIVERSIFIED FINANCIALS	68,580	878,662.34	1,059,546.80 1,086.80	180,884.46
REAL ESTATE				
GOVERNMENT PROPERTIES INCOME TRUST 38376A103	25.9726 26.79 6,810	176,873.68	182,439.90 0.00	5,566.22
SABRA HEALTH CARE REIT, INC. 78573L106	13.5733 18.40 8,620	117,002.11	158,608.00 0.00	41,605.89
SL GREEN REALTY CORP COM 78440X101	23.1505 67.51 4,340	100,473.14	292,993.40 434.00	192,520.26
TOTAL REAL ESTATE	19,770	394,348.93	634,041.30 434.00	239,692.37
TOTAL FINANCIALS	142,700	2,176,864.18	2,638,419.10 2,291.80	461,554.92
CONSUMER STAPLES				
FOOD AND STAPLES RETAILIN				
CASEYS GEN STORES INC 147528103	27.0090 42.51 4,180	112,897.72	177,691.80 0.00	64,794.08
WINN-DIXIE STORES INC 974280307	15.2960 7.18 2,320	35,486.79	16,657.60 0.00	(18,829.19)
TOTAL FOOD AND STAPLES RETAILIN	6,500	148,384.51	194,349.40 0.00	45,964.89
TOTAL CONSUMER STAPLES	6,500	148,384.51	194,349.40 0.00	45,964.89

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 8

* * SECURITIES * *	UNIT COST MARKET PRICE SHARES/PAR	COST	MARKET VALUE ACCRUED INCOME	UNREALIZED GAIN(LOSS)
CONSUMER DISCRETIONARY				
CONSUMER SERVICES				
INTERNATIONAL SPEEDWAY CORP COM 460335201	25.5579 26.17 2,010	51,371.38	52,601.70 0.00	1,230.32
MARCUS CORP 566330106	18.5953 13.27 15,350	285,438.15	203,694.50 0.00	(81,743.65)
VAIL RESORTS INC COM 918799109	48.2457 52.04 6,910	333,378.07	359,596.40 0.00	26,218.33
TOTAL CONSUMER SERVICES	24,270	670,187.60	615,892.60 0.00	(54,295.00)
RETAILING				
CHICOS FAS INC COM 168615102	9.3795 12.03 18,600	174,458.79	223,758.00 0.00	49,299.21
CORE-MARK HOLDING CO INC 218681104	34.4224 35.59 2,820	97,071.24	100,363.80 0.00	3,292.56
MENS WEARHOUSE INC COM 587118100	22.3866 24.98 10,100	226,104.77	252,298.00 0.00	26,193.23
STAGE STORES INC COM NEW 85256305	15.8418 17.34 6,740	106,773.55	116,871.60 0.00	10,098.05
TOTAL RETAILING	38,260	604,408.35	693,291.40 0.00	88,883.05
TOTAL CONSUMER DISCRETIONARY	62,530	1,274,595.95	1,309,184.00 0.00	34,588.05

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 8

* * SECURITIES * *	UNIT COST MARKET PRICE SHARES/PAR	COST	MARKET VALUE ACCRUED INCOME	UNREALIZED GAIN(LOSS)
MATERIALS				
MATERIALS				
DELTAIC TIMBER CORP COM 247850100	YLD 0.53	345,531.52	355,505.40 0.00	9,973.88
KAISER ALUMINUM CORP 483007704	YLD 1.91	283,236.50	399,718.20 0.00	116,481.70
OLYMPIC STL INC COM 68162K106	YLD 0.27	123,803.98	117,014.40 0.00	(6,789.58)
SCHNITZER STL INDS INC CL A 806882106	YLD 0.10	122,152.72	291,452.10 0.00	169,299.38
TOTAL MATERIALS		874,724.72	1,163,690.10 0.00	288,965.38
TOTAL MATERIALS		874,724.72	1,163,690.10 0.00	288,965.38
ENERGY				
ENERGY				
CABOT OIL & GAS CORP CL A 127097103	YLD 0.31	317,871.48	338,000.50 0.00	20,129.02
CARRIZO OIL & GAS INC COMMON STOCK 144577103		273,623.26	427,331.10 0.00	153,707.84
DENBURY RESOURCES INC NEW 247916208		128,118.20	228,507.30 0.00	100,389.10
RESOLUTE ENERGY CORP 76116A108		187,191.89	278,668.80 0.00	91,476.91

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 8

* * SECURITIES * *	UNIT COST MARKET PRICE SHARES/PAR	COST	MARKET VALUE ACCURED INCOME	UNREALIZED GAIN(LOSS)
TOTAL ENERGY	52,170	906,804.83	1,272,507.70 0.00	365,702.87
TOTAL ENERGY	52,170	906,804.83	1,272,507.70 0.00	365,702.87
INFORMATION TECHNOLOGY				
TECH HARDWARE & EQUIP				
AVNET INC 053807103	15.7819 33.03 10,980	173,284.92	362,669.40 0.00	189,384.48
MOLEX INC CL A 608554200	14.9265 18.87 11,060	165,086.61	208,702.20 1,643.25	43,615.59
TECH DATA CORP 878237106	39.7837 44.02 6,350	252,626.44	279,527.00 0.00	26,900.56
TELLABS OPERATIONS, INC 879664100	7.1195 6.78 28,870	205,540.87	195,738.60 0.00	(9,802.27)
TOTAL TECH HARDWARE & EQUIP	57,260	796,538.84	1,046,637.20 1,643.25	250,098.36
TOTAL INFORMATION TECHNOLOGY	57,260	796,538.84	1,046,637.20 1,643.25	250,098.36
INDUSTRIALS				
CAPITAL GOODS				
ENCORE WIRE CORP COM 292562105	20.0158 25.08 9,860	197,355.83	247,288.80 0.00	49,932.97
GATX CORP 361448103	26.1611 35.28 9,110	238,327.84	321,400.80 0.00	83,072.96
TRINITY INDS INC 896522109	19.2902 26.61 12,530	241,706.60	333,423.30 0.00	91,716.70

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 8

* * SECURITIES * *	UNIT COST MARKET PRICE SHARES/PAR	COST	MARKET VALUE ACCRUED INCOME	UNREALIZED GAIN(LOSS)
TOTAL CAPITAL GOODS	31,500	677,390.27	902,112.90 0.00	224,722.63
COMMERCIAL SVCS AND SUPPL				
HEALTHCARE SVCS GROUP INC 421906108	8.9146 16.27 21,173	188,749.54	344,484.71 0.00	155,735.17
YLD 3.84				
TOTAL COMMERCIAL SVCS AND SUPPL	21,173	188,749.54	344,484.71 0.00	155,735.17
TRANSPORTATION				
AMERICAN RAILCAR IND RR 02916P103	15.9807 22.15 13,610	217,497.14	301,189.30 0.00	83,692.16
TOTAL TRANSPORTATION	13,610	217,497.14	301,189.30 0.00	83,692.16
TOTAL INDUSTRIALS	66,283	1,083,636.95	1,547,786.91 0.00	464,149.96
ADR'S				
ENSTAR GROUP LIMITED COM G3075P101	65.8479 84.58 2,960	194,909.76	250,356.80 0.00	55,447.04
ONEBEACON INSURANCE GROUP LTD G67742109	21.0731 15.16 21,000	442,535.28	318,360.00 0.00	(124,175.28)
YLD 5.54				
ORIENTAL FINANCIAL GROUP INC COM 68618W100	14.9299 12.49 13,780	205,734.39	172,112.20 689.00	(33,622.19)
YLD 1.60				
TOTAL ADR'S	37,740	843,179.43	740,829.00 689.00	(102,350.43)

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 8

* * SECURITIES * *		UNIT COST MARKET PRICE SHARES/PAR	COST	MARKET VALUE ACCRUED INCOME	UNREALIZED GAIN(LOSS)
COMMON STOCK					
HEALTH CARE					
HEALTH CARE EQUIP AND SER					
AEINA INC-NEW		30.3325			
00817Y108	YLD 1.96	30.51 9,800	297,258.85	298,998.00 0.00	1,739.15
AMERISOURCEBERGEN CORP		22.0321			
COM		34.12			
03073E105	YLD 1.17	8,500	187,273.26	290,020.00 0.00	102,746.74
BOSTON SCIENTIFIC CORP COM		5.6276			
101137107		7.57 36,400	204,844.67	275,548.00 0.00	70,703.33
CARDINAL HEALTH INC COM		36.3454			
14149Y108	YLD 2.03	38.31 7,400	268,955.67	283,494.00 1,443.00	14,538.33
CIGNA CORP		31.4857			
125509109	YLD 0.10	36.66 7,900	248,736.79	289,614.00 0.00	40,877.21

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 8

* * SECURITIES * *	UNIT COST MARKET PRICE SHARES/PAR	COST	MARKET VALUE ACCRUED INCOME	UNREALIZED GAIN(LOSS)
HUMANA INC 444859102	48.0696 54.74 4,900	235,540.82	268,226.00 0.00	32,685.18
MEDCO HEALTH SOLUTIONS INC 58405U102	59.2607 61.27 4,600	272,599.40	281,842.00 0.00	9,242.60
MEDTRONIC INC 585055106	40.6548 37.09 7,600	308,976.16	281,884.00 0.00	(27,092.16)
UNITEDHEALTH GROUP INC 91324P102	28.4764 36.11 8,100	230,658.63	292,491.00 0.00	61,832.37
WELLPOINT INC COM 94973V107	55.9922 56.86 5,000	279,960.86	284,300.00 0.00	4,339.14
TOTAL HEALTH CARE EQUIP AND SER	100,200	2,534,805.11	2,846,417.00 1,443.00	311,611.89
PHARMA BIOTECH AND LIFE S				
AMGEN INC 031162100	56.3615 54.90 5,200	293,079.65	285,480.00 0.00	(7,599.65)
BIOGEN IDEC INC 09062X103	57.6404 67.05 4,400	253,617.55	295,020.00 0.00	41,402.45
CEPHALON INC COM 156708109	59.7520 61.72 4,400	262,908.92	271,568.00 0.00	8,659.08
GILEAD SCIENCES INC 375558103	44.8090 36.24 7,600	340,548.05	275,424.00 0.00	(65,124.05)
PFIZER INC 717081103	17.8190 17.51 16,600	295,795.60	290,666.00 0.00	(5,129.60)
YLD	4.56			

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 8

* * SECURITIES * *	UNIT COST MARKET PRICE SHARES/PAR	COST	MARKET VALUE ACCURED INCOME	UNREALIZED GAIN(LOSS)
TOTAL PHARMA BIOTECH AND LIFE S	38,200	1,445,949.77	1,418,158.00 0.00	(27,791.77)
TOTAL HEALTH CARE	138,400	3,980,754.88	4,264,575.00 1,443.00	283,820.12
UTILITIES				
UTILITIES				
AMEREN CORP COM 023608102	27.7624 28.19 6,400	177,679.04	180,416.00 0.00	2,736.96
CMS ENERGY CORP 125896100	11.9116 18.60 10,300	122,689.81	191,580.00 0.00	68,890.19
EDISON INTL COM 281020107	41.1837 38.60 4,800	197,681.73	185,280.00 1,536.00	(12,401.73)
ENERGY CORP NEW COM 293646103	76.0529 70.83 2,600	197,737.65	184,158.00 0.00	(13,579.65)
FIRSTENERGY CORP COM 337932107	37.7635 37.02 5,000	188,817.38	185,100.00 0.00	(3,717.38)
INTEGRYS ENERGY GROUP INCORPORATED 45822P105	39.2795 48.51 3,710	145,726.97	179,972.10 0.00	34,245.13
NRG ENERGY INC COM NEW 629377508	22.2798 19.54 9,800	218,341.60	191,492.00 0.00	(26,849.60)
TECO ENERGY INC 872375100	14.1262 17.80 10,800	152,563.12	192,240.00 0.00	39,676.88
TOTAL UTILITIES	53,410	1,401,237.30	1,490,238.10 1,536.00	89,000.80

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 8

* * SECURITIES * *	UNIT COST MARKET PRICE SHARES/PAR	COST	MARKET VALUE ACCRUED INCOME	UNREALIZED GAIN(LOSS)
TOTAL UTILITIES	53,410	1,401,237.30	1,490,238.10 1,536.00	89,000.80
FINANCIALS				
INSURANCE				
ASSURANT INC COM 04621X108	33.3670 38.52 10,000	333,669.96	385,200.00 0.00	51,530.04
YLD 1.66				
CHUBB CORP 171232101	47.2009 59.64 6,300	297,365.83	375,732.00 2,590.00	78,366.17
YLD 2.61				
HARTFORD FINANCIAL SERVICES GROUP INC COM 416515104	27.2151 26.49 14,000	381,012.09	370,860.00 0.00	(10,152.09)
YLD 1.51				
METLIFE INC 59156R108	39.7128 44.44 8,400	333,587.42	373,296.00 0.00	39,708.58
YLD 1.66				
PRUDENTIAL FINL INC COM 744320102	45.8562 58.71 6,400	293,479.97	375,744.00 0.00	82,264.03
YLD 1.95				
TRAVELERS COMPANIES, INC 89417E109	43.0654 55.71 6,700	288,538.27	373,257.00 0.00	84,718.73
YLD 2.58				
TOTAL INSURANCE	51,800	1,927,653.54	2,254,089.00 2,590.00	326,435.46
DIVERSIFIED FINANCIALS				
AMERIPRISE FINL INC 03076C106	36.9492 57.55 6,800	251,254.50	391,340.00 0.00	140,085.50
YLD 1.25				
CAPITAL ONE FINANCIAL CORP 14040H105	41.7134 42.56 9,100	379,591.65	387,296.00 0.00	7,704.35
YLD 0.46				

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 8

* * SECURITIES * *	YLD	UNIT COST MARKET PRICE SHARES/PAR	COST	MARKET VALUE ACCURED INCOME	UNREALIZED GAIN(LOSS)
FRANKLIN RESOURCES INC 354613101	0.89	66.0335 111.21 3,500	231,117.41	389,235.00 875.00	158,117.59
GOLDMAN SACHS GROUP INC 381416104	0.83	147.0689 168.16 2,200	323,551.48	369,952.00 0.00	46,400.52
JPMORGAN CHASE & CO 46625H100	0.47	40.3991 42.42 9,300	375,711.63	394,506.00 0.00	18,794.37
T ROWE PRICE GROUP INC 74144T108	1.92	31.8658 64.54 5,900	188,008.24	380,786.00 0.00	192,777.76
TOTAL DIVERSIFIED FINANCIALS		36,800	1,749,234.91	2,313,115.00 875.00	563,880.09
TOTAL FINANCIALS		88,600	3,676,888.45	4,567,204.00 3,465.00	890,315.55
CONSUMER STAPLES					
FOOD BEVERAGE AND TOBACCO					
ALTRIA GROUP INC COM 02209S103	6.17	18.4279 24.62 11,300	208,234.88	278,206.00 4,294.00	69,971.12
ARCHER DANIELS MIDLAND CO 039483102	2.12	28.0973 30.08 4,100	115,198.78	123,328.00 0.00	8,129.22
LORILLARD INC 544147101	6.33	78.1751 82.06 3,500	273,612.96	287,210.00 0.00	13,597.04
PHILIP MORRIS INTERNATIONAL IN 718172109	4.37	41.7799 58.53 4,800	200,543.52	280,944.00 3,392.00	80,400.48
REYNOLDS AMERICAN INC 76173106	6.49	23.0617 32.62 8,700	200,637.02	283,794.00 4,606.00	83,156.98

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 8

* * SECURITIES * *	UNIT COST MARKET PRICE SHARES/PAR	COST	MARKET VALUE ACCURED INCOME	UNREALIZED GAIN(LOSS)
TOTAL FOOD BEVERAGE AND TOBACCO	32,400	998,227.16	1,253,482.00 12,292.00	255,254.84
TOTAL CONSUMER STAPLES	32,400	998,227.16	1,253,482.00 12,292.00	255,254.84
CONSUMER DISCRETIONARY				
AUTOMOBILES AND COMPONENT				
AUTOLIV INC COM 052800109	42.9254 78.94 4,100	175,994.18	323,654.00 0.00	147,659.82
FORD MOTOR COMPANY 345370860	9.5933 16.79 13,500	129,509.95	226,665.00 0.00	97,155.05
JOHNSON CONTROLS INC 478366107	22.3210 38.20 8,600	191,961.02	328,520.00 1,376.00	136,558.98
TOTAL AUTOMOBILES AND COMPONENT	26,200	497,465.15	878,839.00 1,376.00	381,373.85
CONSUMER DURABLES/APPAREL				
COACH INC 189754104	52.5504 55.31 4,300	225,966.58	237,833.00 645.00	11,866.42
DECKERS OUTDOOR CORP 243537107	49.7034 79.74 2,600	129,228.87	207,324.00 0.00	78,095.13
FOSSIL INC COM 349882100	72.9986 70.48 3,200	233,595.67	225,536.00 0.00	(8,059.67)
HASBRO INC 418056107	37.2965 47.18 4,788	178,575.85	225,897.84 0.00	47,321.99
STANLEY BLACK & DECKER, INC. 854502101	57.1519 66.87 3,500	200,031.74	234,045.00 0.00	34,013.26
TOTAL CONSUMER DURABLES/APPAREL				

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 8

* * SECURITIES * *	UNIT COST MARKET PRICE SHARES/PAR	COST	MARKET VALUE ACCRUED INCOME	UNREALIZED GAIN(LOSS)
TEMPUR-PEDIC INTL INC COM - 88023U101	29.5634 40.06 5,800	171,467.49	232,348.00 0.00	60,880.51
TOTAL CONSUMER DURABLES/APPAREL	24,188	1,138,866.20	1,362,983.84 645.00	224,117.64
RETAILING				
ADVANCE AUTO PTS INC COM 00751Y106	50.6878 66.15 3,400	172,338.52	224,910.00 204.00	52,571.48
AUTOZONE INC 053332102	233.5054 272.59 800	186,804.32	218,072.00 0.00	31,267.68
BED BATH & BEYOND INC 075896100	32.7740 49.15 5,000	163,869.98	245,750.00 0.00	81,880.02
CARMAX INC COM 143130102	23.3265 31.88 6,300	146,956.66	200,844.00 0.00	53,887.34
DOLLAR TREE INC 256746108	27.0417 56.08 4,150	112,222.97	232,732.00 0.00	120,509.03
FAMILY DLR STORES INC 307000109	38.6040 49.71 4,800	185,299.03	238,608.00 744.00	53,308.97
FOOT LOCKER INC 344849104	19.4884 19.62 11,600	226,065.70	227,592.00 0.00	1,526.30
LIMITED BRANDS, INC 532716107	26.8117 30.73 7,300	195,725.14	224,329.00 0.00	28,603.86
RADIOSHACK CORP 750438103	22.0599 18.49 11,800	260,306.57	218,182.00 0.00	(42,124.57)

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 8

* * SECURITIES * *	YLD	UNIT COST MARKET PRICE SHARES/PAR	COST	MARKET VALUE ACCRUED INCOME	UNREALIZED GAIN(LOSS)
ROSS STORES INC 778296103	1.39	38.8277 63.25 3,500	135,896.83	221,375.00 0.00	85,478.17
TRACTOR SUPPLY CO COM 892356106	0.57	33.8531 48.49 4,700	159,109.73	227,903.00 0.00	68,793.27
WILLIAMS SONOMA INC 969904101	1.68	29.8191 35.69 6,400	190,842.35	228,416.00 0.00	37,573.65
TOTAL RETAILING		69,750	2,135,437.80	2,708,713.00 948.00	573,275.20
TOTAL CONSUMER DISCRETIONARY		120,138	3,771,769.15	4,950,535.84 2,969.00	1,178,766.69
MATERIALS					
MATERIALS					
AIR PRODS & CHEMS INC COM 009158106	2.15	70.2289 90.95 1,500	105,343.33	136,425.00 755.00	31,081.67
ASHLAND INC NEW COM 044209104	1.17	37.8539 50.86 2,400	90,849.39	122,064.00 0.00	31,214.61
BALL CORP 058498106	0.41	47.7435 68.05 1,800	85,938.37	122,490.00 0.00	36,551.63
CELANESE CORP 150870103	0.48	23.0468 41.17 3,081	71,007.13	126,844.77 0.00	55,837.64
CF INDS HLDGS INC COM 125269100	0.29	97.3915 135.15 1,000	97,391.50	135,150.00 0.00	37,758.50
DOW CHEMICAL CO 260563103	1.75	26.8708 34.14 3,600	96,734.84	122,904.00 540.00	26,169.16

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 8

* * SECURITIES * *	UNIT COST MARKET PRICE SHARES/PAR	COST	MARKET VALUE ACCRUED INCOME	UNREALIZED GAIN(LOSS)
DU PONT E I DE NEMOURS & CO 263534109	32.6866 49.88 2,500	81,716.61	124,700.00 0.00	42,983.39
EASTMAN CHEM CO COM 277432100	43.7412 84.08 1,500	65,611.87	126,120.00 705.00	60,508.13
INTERNATIONAL PAPER CO 460146103	15.4734 27.24 4,900	75,819.69	133,476.00 0.00	57,656.31
PPG INDUSTRIES INC 693506107	56.1426 84.07 1,500	84,213.91	126,105.00 0.00	41,891.09
RELIANCE STL & ALUM CO COM 759509102	34.7494 51.10 2,500	86,873.62	127,750.00 0.00	40,876.38
TOTAL MATERIALS	26,281	941,500.26	1,404,028.77 1,980.00	462,528.51
TOTAL MATERIALS	26,281	941,500.26	1,404,028.77 1,980.00	462,528.51
ENERGY				
ENERGY				
CHEVRON CORP 166764100	65.2647 91.25 2,800	182,741.25	255,500.00 0.00	72,758.75
CONOCOPHILLIPS 20825C104	59.5802 68.10 4,000	238,320.95	272,400.00 0.00	34,079.05
EXXON MOBIL CORPORATION 30231G102	85.9255 73.12 3,400	292,146.66	248,608.00 0.00	(43,538.66)
MARATHON OIL CORP 565849106	37.9166 37.03 7,300	276,791.45	270,319.00 0.00	(6,472.45)

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 8

* * SECURITIES * *	UNIT COST MARKET PRICE SHARES/PAR	COST	MARKET VALUE ACCRUED INCOME	UNREALIZED GAIN(LOSS)
NATIONAL OILWELL VARCO INC COM 637071101	43.2301 67.25 YLD 0.65 4,200	181,566.28	282,450.00 0.00	100,883.72
OCCIDENTAL PETE CORP 674599105	54.2229 98.10 YLD 1.87 2,700	146,401.91	264,870.00 1,026.00	118,468.09
PATTERSON-UTI ENERGY INC COM 703481101	15.5337 21.55 YLD 0.92 12,100	187,957.43	260,755.00 0.00	72,797.57
SUNOCO INC COM 86764P109	39.6760 40.31 YLD 1.48 6,300	249,958.50	253,953.00 0.00	3,994.50
VALERO ENERGY CORP 91913Y100	19.3088 23.12 YLD 0.86 11,200	216,258.81	258,944.00 0.00	42,685.19
TOTAL ENERGY	54,000	1,972,143.24	2,367,799.00 1,026.00	395,655.76
ENERGY MISCELLANEOUS				
NV ENERGY INC 67073Y106	10.7806 14.05 YLD 3.41 13,000	140,147.66	182,650.00 0.00	42,502.34
TOTAL ENERGY MISCELLANEOUS	13,000	140,147.66	182,650.00 0.00	42,502.34
TOTAL ENERGY	67,000	2,112,290.90	2,550,449.00 1,026.00	438,158.10
INFORMATION TECHNOLOGY				
SOFTWARE AND SERVICE				
COMPUTER SCIENCES CORP 205363104	49.5565 49.60 YLD 1.61 7,100	351,850.83	352,160.00 1,420.00	309.17
GOOGLE INC CL A 38259P508	613.3421 593.97 600	368,005.26	356,382.00 0.00	(11,623.26)

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 8

* * SECURITIES * *	UNIT COST MARKET PRICE SHARES/PAR	COST	MARKET VALUE ACCRUED INCOME	UNREALIZED GAIN(LOSS)
INTUIT COM 461202103	44.163 49.30 7,200	317,973.60	354,960.00 0.00	36,986.40
ORACLE CORPORATION 68389X105	28.9956 31.30 11,800	342,148.08	369,340.00 0.00	27,191.92
VISA INC-CLASS A SHRS 92826C839	68.8738 70.38 5,200	358,143.71	365,976.00 0.00	7,832.29
WESTERN UNION CO/THE 959802109	16.3642 18.57 16,400	268,373.45	304,548.00 0.00	36,174.55
TOTAL SOFTWARE AND SERVICE	48,300	2,006,494.93	2,103,366.00 1,420.00	96,871.07
TECH HARDWARE & EQUIP				
AMPHENOL CORP CL A 032095101	32.5794 52.78 6,700	218,281.79	353,626.00 100.50	135,344.21
APPLE INC 037833100	237.4541 322.56 1,200	284,944.88	387,072.00 0.00	102,127.12
DOLBY LABORATORIES INC 25659T107	40.0167 66.70 5,400	216,090.04	360,180.00 0.00	144,089.96
HEWLETT PACKARD CO 428236103	39.9892 42.10 8,200	327,911.56	345,220.00 0.00	17,308.44
INTERNATIONAL BUSINESS MACHS CORP COM 459200101	109.7812 146.76 2,500	274,453.03	366,900.00 0.00	92,446.97
TOTAL TECH HARDWARE & EQUIP	24,000	1,321,681.30	1,812,998.00 100.50	491,316.70

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 8

* * SECURITIES * *	UNIT COST MARKET PRICE SHARES/PAR	COST	MARKET VALUE ACCRUED INCOME	UNREALIZED GAIN(LOSS)
SEMICONDUCTOR AND SEMI EQ				
ALTEA CORP 021441100	YLD 0.67	223,355.75	366,474.00 0.00	143,118.25
ANALOG DEVICES INC 032654105	YLD 2.33	274,295.14	357,865.00 0.00	83,569.86
LAM RESEARCH CORP COM 512807108		361,696.92	393,528.00 0.00	31,831.08
LINEAR TECHNOLOGY CORP 535678106	YLD 2.77	289,640.65	359,736.00 0.00	70,095.35
TEXAS INSTRUMENTS INC 882508104	YLD 1.60	220,387.37	360,750.00 0.00	140,362.63
TOTAL SEMICONDUCTOR AND SEMI EQ		1,369,375.83	1,838,353.00 0.00	468,977.17
TOTAL INFORMATION TECHNOLOGY		4,697,552.06	5,754,717.00 1,520.50	1,057,164.94
INDUSTRIALS				
CAPITAL GOODS				
3M CO COM 88579Y101	YLD 2.54	270,177.43	319,310.00 0.00	49,132.57
CUMMINS INC. 231021106	YLD 0.95	103,297.16	341,031.00 0.00	237,733.84
EATON CORP 278058102	YLD 1.33	214,489.20	324,832.00 0.00	110,342.80
FLUOR CORP NEW 343412102	YLD 0.75	243,689.05	344,552.00 737.50	100,862.95

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 8

* * SECURITIES * *	UNIT COST MARKET PRICE SHARES/PAR	COST	MARKET VALUE ACCURED INCOME	UNREALIZED GAIN(LOSS)
JOY GLOBAL INC 481165108	YLD 0.80 24.8629 86.75 3,700	91,992.77	320,975.00 0.00	228,982.23
KBR INC 48242W106	YLD 0.65 16.1055 30.47 10,900	175,549.56	332,123.00 545.00	156,573.44
PARKER HANNIFIN CORP 701094104	YLD 1.48 52.9048 86.30 4,000	211,619.08	345,200.00 0.00	133,580.92
TOTAL CAPITAL GOODS	33,800	1,310,814.25	2,328,023.00 1,282.50	1,017,208.75
COMMERCIAL SVCS AND SUPPL				
CLIFFS NAT RES INC 18683K101	YLD 0.71 49.8770 78.01 1,700	84,790.87	132,617.00 0.00	47,826.13
PITNEY BOWES INC 724479100	YLD 6.12 26.0971 24.18 14,100	367,968.66	340,938.00 0.00	(27,030.66)
TOTAL COMMERCIAL SVCS AND SUPPL	15,800	452,759.53	473,555.00 0.00	20,795.47
TOTAL INDUSTRIALS	49,600	1,763,573.78	2,801,578.00 1,282.50	1,038,004.22
TELECOMMUNICATION SERVICE				
TELECOMMUNICATION				
NIH HLDGS INC CL B NEW 62913F201	27.6386 44.66 4,200	116,082.22	187,572.00 0.00	71,489.78
TOTAL TELECOMMUNICATION	4,200	116,082.22	187,572.00 0.00	71,489.78
TOTAL TELECOMMUNICATION SERVICE	4,200	116,082.22	187,572.00 0.00	71,489.78

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 8

* * SECURITIES * *	ADR'S	UNIT COST MARKET PRICE SHARES/PAR	COST	MARKET VALUE ACCRUED INCOME	UNREALIZED GAIN(LOSS)
ACCENTURE PLC G1151C101	YLD 1.85	45.0188 48.49 7,800	351,146.64	378,222.00 0.00	27,075.36
ACE LIMITED H0023R105	YLD 2.12	48.7948 62.25 6,100	297,648.08	379,725.00 2,244.00	82,076.92
ASTRAZENECA PLC SPONSORED ADR 046353108	YLD 5.52	44.5048 46.19 6,000	267,028.68	277,140.00 0.00	10,111.32
BP PLC - ADR SPONSORED ADR 055622104	YLD 3.80	58.8431 44.17 5,900	347,174.21	260,603.00 0.00	(86,571.21)
BUNGE LIMITED G16962105	YLD 1.40	63.2688 65.52 2,000	126,537.65	131,040.00 0.00	4,502.35
CREDIT SUISSE GROUP - ADR SPONSORED ADR 225401108	YLD 2.86	51.0388 40.41 9,800	500,180.56	396,018.00 0.00	(104,162.56)
ENCANA CORP COM 292505104	YLD 2.74	32.0236 29.12 8,800	281,808.06	256,256.00 0.00	(25,552.06)
ENI SPA - ADR SPONSORED ADR 26874R108	YLD 4.53	57.7880 43.74 5,400	312,055.01	236,196.00 0.00	(75,859.01)
ENSCO INTERNATIONAL PLC 29358Q109	YLD 2.62	41.2534 53.38 4,700	193,891.05	250,886.00 0.00	56,994.95
GLAXOSMITHKLINE PLC - ADR SPONSORED ADR 37733W105	YLD 5.20	40.2873 39.22 7,369	296,877.46	289,012.18 3,738.74	(7,865.28)

Danville Regional Foundation
FIN: 20-3319727
2010 Federal Form 990-PF

Statement 8

* * SECURITIES * *	UNIT COST MARKET PRICE SHARES/PAR	COST	MARKET VALUE ACCRUED INCOME	UNREALIZED GAIN(LOSS)
NABORS INDUSTRIES LTD SHS 66359F103	20.5648 23.46 11,200	230,326.03	262,752.00 0.00	32,425.97
ROYAL CARIBBEAN CRUISE V7780T103	42.4818 47.00 5,400	229,401.48	253,800.00 0.00	24,398.52
ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHS 780259206	63.0599 66.78 3,900	245,933.57	260,442.00 0.00	14,508.43
YLD 4.27				
SANOFI-AVENTIS - ADR SPONSORED ADR 80103N105	35.1874 32.23 9,100	320,205.29	293,293.00 0.00	(26,912.29)
YLD 3.41				
SAP AG - ADR SPONSORED ADR 803054204	46.6310 50.61 7,500	349,732.29	379,575.00 0.00	29,842.71
YLD 1.98				
TALISMAN ENERGY INC COM 87425E103	18.5029 22.19 11,500	212,783.42	255,185.00 0.00	42,401.58
YLD 1.13				
TECK RESOURCES LIMITED 878742204	32.1898 61.83 2,200	70,817.56	136,026.00 732.00	65,208.44
YLD 0.97				
TOTAL S.A. - ADR SPONSORED ADR 89151E109	65.7450 53.48 4,500	295,852.58	240,660.00 0.00	(55,192.58)
YLD 4.91				
TOTAL ADR'S	119,169	4,929,399.62	4,936,831.18 6,714.74	7,431.56

Total Common Stock

\$44,491,583

Form 990-PF	Other Investments	Statement	9
Description	Valuation Method	Book Value	Fair Market Value
Commingled funds - alternative investment	FMV	45,734,970.	45,734,970.
Limited partnership fund - alternative investment	FMV	17,337,291.	17,337,291.
Commingled real estate investment fund - alternative investment	FMV	8,439,402.	8,439,402.
Partnership fund - alternative investment	FMV	18,374,970.	18,374,970.
Equity mutual fund	FMV	11,626,110.	11,626,110.
Offshore feeder fund - alternative investment	FMV	3,817,190.	3,817,190.
Bond mutual fund	FMV	4,628.	4,628.
Growth index mutual fund	FMV	36,181,323.	36,181,323.
Total to Form 990-PF, Part II, line 13		141,515,884.	141,515,884.

Form 990-PF Depreciation of Assets Not Held for Investment Statement 10

Description	Cost or Other Basis	Accumulated Depreciation	Book Value
Software	22,565.	22,565.	0.
Additional software licenses	2,414.	2,414.	0.
Computer - laptop	1,570.	1,570.	0.
Automobile	30,476.	19,881.	10,595.
Server and computer equipment	5,014.	5,014.	0.
Server and accounting software	8,255.	8,026.	229.
Computers	2,658.	2,510.	148.
Computers	1,712.	1,618.	94.
Phone system	6,641.	3,652.	2,989.
Computers	1,504.	1,378.	126.
Furniture	5,961.	3,974.	1,987.
Website upgrades	10,691.	8,613.	2,078.
Furniture	9,467.	6,272.	3,195.
Total To Fm 990-PF, Part II, ln 14	108,928.	87,487.	21,441.

Form 990-PF	Other Liabilities	Statement	11
Description	BOY Amount	EOY Amount	
Federal excise tax payable	0.	15,820.	
Federal deferred excise tax	130,486.	216,257.	
Total to Form 990-PF, Part II, line 22	130,486.	232,077.	

Form 990-PF Part VIII - List of Officers, Directors Statement 12
Trustees and Foundation Managers

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
Karl Stauber 103 South Main Street Danville, VA 24541	President & CEO 40.00	222,810.	50,968.	4,637.
Aubrey Dodson 103 South Main Street Danville, VA 24541	Treasurer 36.00	107,528.	12,055.	0.
Carolyn B. Evans 103 South Main Street Danville, VA 24541	Chair 1.00	0.	0.	0.
Charles Majors 103 South Main Street Danville, VA 24541	Vice Chair 1.00	0.	0.	0.
Margie Wilkinson 103 South Main Street Danville, VA 24541	Secretary 24.00	70,119.	4,529.	0.
B.R. Ashby, M.D. 103 South Main Street Danville, VA 24541	Director 1.00	0.	0.	0.
Mark Hermann 103 South Main Street Danville, VA 24541	Director 1.00	0.	0.	0.
Ben Davenport 103 South Main Street Danville, VA 24541	Director 1.00	0.	0.	0.
Betty Jo Foster 103 South Main Street Danville, VA 24541	Director 1.00	0.	0.	0.
James Motley 103 South Main Street Danville, VA 24541	Director 1.00	0.	0.	0.
Everlena Ross 103 South Main Street Danville, VA 24541	Director 1.00	0.	0.	0.

Danville Regional Foundation20-3319727

Greg Hairston 103 South Main Street Danville, VA 24541	Director 1.00	0.	0.	0.
Richard Barkhouser 103 South Main Street Danville, VA 24541	Director 1.00	0.	0.	0.
George Daniel 103 South Main Street Danville, VA 24541	Director 1.00	0.	0.	0.
Chris Carter 103 South Main Street Danville, VA 24541	Advisory Member(non-voting) 1.00	0.	0.	0.
Gretchen Clark 103 South Main Street Danville, VA 24541	Advisory Member(non-voting) 1.00	0.	0.	0.
Teresa Petty 103 South Main Street Danville, VA 24541	Advisory Member(non-voting) 1.00	0.	0.	0.
Wayne Wilson 103 South Main Street Danville, VA 24541	Director 1.00	0.	0.	0.
Chris Eastwood 103 South Main Street Danville, VA 24541	Advisory Member(non-voting) 1.00	0.	0.	0.
Rachael Sanford 103 South Main Street Danville, VA 24541	Advisory Member(non-voting) 1.00	0.	0.	0.

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

400,457.67,552.4,637.

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
TRANSACTIONS EFFECTIVE AND SETTLED WITHIN THE CURRENT PERIOD:					
07/13/10 07/16/10 SELL	ADC TELECOMMUNICATIONS INC 000886309 BAYPOINT TRADING LLC 438.00 COMM 0.030/SHR	5.9459 12.52 14,600	86,810.12	182,350.91 0.00	95,540.79
07/14/10 07/19/10 SELL	ADC TELECOMMUNICATIONS INC 000886309 CITIGROUP GLOBAL MARKETS 63.00 COMM 0.030/SHR	5.9459 12.50 2,100	12,486.38	26,186.55 0.00	13,700.17
07/26/10 07/29/10 SELL	ADC TELECOMMUNICATIONS INC 000886309 CITATION GROUP (THE) 52.80 COMM 0.030/SHR	5.9459 12.5796 1,760	10,464.78	22,086.92 0.00	11,622.14
07/28/10 08/02/10 SELL	ADC TELECOMMUNICATIONS INC 000886309 CITATION GROUP (THE) 54.60 COMM 0.030/SHR	5.9459 12.6916 1,820	10,821.53	23,043.71 0.00	12,222.18
12/28/10 12/31/10 SELL	ALBANY MOLECULAR RESH INC 012423109 CONIFER SECURITIES LLC 134.10 COMM 0.030/SHR	11.9626 5.6402 4,470	53,472.80	25,077.16 0.00	(28,395.64)
07/30/10 08/04/10 SELL	AMERICREDIT CORP COM 03060R101 UBS PAINEWEBBER INC. 27.00 COMM 0.030/SHR	11.9119 24.1335 900	10,720.70	21,692.78 0.00	10,972.08
08/02/10 08/05/10 SELL	AMERICREDIT CORP COM 03060R101 CITATION GROUP (THE) 60.30 COMM 0.030/SHR	11.9119 24.1343 2,010	23,942.88	48,448.82 0.00	24,505.94

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
08/04/10 08/09/10 SELL	AMERICREDIT CORP COM 03060R101 BNY BROKERAGE INC. 107.10 COMM 0.030/SHR 1.46 FEE	11.9119 24.0985 3,570	42,525.43	85,923.09 0.00	43,397.66
08/05/10 08/10/10 SELL	AMERICREDIT CORP COM 03060R101 FIRST CLEARING CORP 57.90 COMM 0.030/SHR 0.79 FEE	11.9119 24.1027 1,930	22,989.94	46,459.52 0.00	23,469.58
08/09/10 08/12/10 SELL	AMERICREDIT CORP COM 03060R101 FIRST CLEARING CORP 58.50 COMM 0.030/SHR 0.80 FEE	11.9119 24.1042 1,950	23,228.17	46,943.89 0.00	23,715.72
08/10/10 08/13/10 SELL	AMERICREDIT CORP COM 03060R101 BNY BROKERAGE INC. 56.40 COMM 0.030/SHR 0.77 FEE	11.9119 24.0971 1,880	22,394.35	45,245.38 0.00	22,851.03
06/17/10 06/22/10 SELL	BENEFICIAL MUTUAL BANCORP INC 08173R104 CONIFER SECURITIES LLC 37.20 COMM 0.015/SHR 0.44 FEE	10.4942 10.3283 2,480	26,025.59	25,576.54 0.00	(449.05)
11/03/10 11/08/10 SELL	BENEFICIAL MUTUAL BANCORP INC 08173R104 KNIGHT DIRECT LLC 13.65 COMM 0.015/SHR 0.12 FEE	10.4942 7.3894 910	9,549.71	6,710.58 0.00	(2,839.13)
11/03/10 11/08/10 SELL	BENEFICIAL MUTUAL BANCORP INC 08173R104 INVESTMENT TECHNOLOGY GROUP IN 16.20 COMM 0.020/SHR 0.11 FEE	10.4942 7.355 810	8,500.29	5,941.24 0.00	(2,559.05)
11/08/10 11/12/10 SELL	BENEFICIAL MUTUAL BANCORP INC 08173R104 INVESTMENT TECHNOLOGY GROUP IN 3.68 COMM 0.020/SHR 0.03 FEE	10.4942 7.6948 184	1,930.93	1,412.13 0.00	(518.80)

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
11/08/10 11/12/10 SELL	BENEFICIAL MUTUAL BANCORP INC 08173R104 KNIGHT DIRECT LLC 3.23 COMM 0.015/SHR 0.03 FEE	10.4942 7.7714 215	2,256.25	1,667.59 0.00	(588.66)
11/08/10 11/12/10 SELL	BENEFICIAL MUTUAL BANCORP INC 08173R104 LIQUIDNET, INC. 9.12 COMM 0.020/SHR 0.06 FEE	10.4942 7.695 456	4,785.35	3,499.74 0.00	(1,285.61)
11/18/10 11/23/10 SELL	BENEFICIAL MUTUAL BANCORP INC 08173R104 KNIGHT DIRECT LLC 12.18 COMM 0.015/SHR 0.11 FEE	10.4942 7.7516 812	8,521.28	6,282.01 0.00	(2,239.27)
11/19/10 11/24/10 SELL	BENEFICIAL MUTUAL BANCORP INC 08173R104 CONIFER SECURITIES LLC 30.39 COMM 0.030/SHR 0.14 FEE	10.4942 7.6023 1,013	10,630.61	7,670.60 0.00	(2,960.01)
01/19/10 01/22/10 SELL	BRINK'S HOME SECURITY HLDS 109699108 CITATION GROUP (THE) 33.27 COMM 0.030/SHR 0.59 FEE	23.9962 41.3906 1,109	26,611.75	45,868.32 0.00	19,256.57
01/19/10 01/22/10 SELL	BRINK'S HOME SECURITY HLDS 109699108 WHEAT FIRST SECURITIES 9.96 COMM 0.030/SHR 0.18 FEE	23.9962 41.8504 332	7,966.73	13,884.19 0.00	5,917.46
01/19/10 01/22/10 SELL	BRINK'S HOME SECURITY HLDS 109699108 KNIGHT SECURITIES BROADCORT CA 33.27 COMM 0.030/SHR 0.59 FEE	23.9962 41.6384 1,109	26,611.75	46,143.13 0.00	19,531.38
01/20/10 01/25/10 SELL	BRINK'S HOME SECURITY HLDS 109699108 FAHNESTOCK & CO. 83.10 COMM 0.030/SHR 1.46 FEE	23.9962 41.456 2,770	66,469.39	114,748.56 0.00	48,279.17

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
10/04/10 10/07/10 SELL	CAPITOL FEDERAL FINANCIAL 14057C106 STERNE AGEE & LEACH INC. 14.10 COMM 0.030/SHR 0.20 FEE	34.6336 24.00 470	16,277.79	11,265.70 0.00	(5,012.09)
10/05/10 10/08/10 SELL	CAPITOL FEDERAL FINANCIAL 14057C106 KNIGHT DIRECT LLC KNIGHT 0.75 COMM 0.015/SHR 0.03 FEE	34.6336 24.03 50	1,731.68	1,200.72 0.00	(530.96)
10/20/10 10/25/10 SELL	CAPITOL FEDERAL FINANCIAL 14057C106 INVESTMENT TECHNOLOGY GROUP IN 0.32 COMM 0.020/SHR 0.01 FEE	34.6338 24.685 16	554.14	394.63 0.00	(159.51)
10/20/10 10/25/10 SELL	CAPITOL FEDERAL FINANCIAL 14057C106 KNIGHT DIRECT LLC KNIGHT 0.87 COMM 0.015/SHR 0.03 FEE	34.6336 24.6566 58	2,008.75	1,429.18 0.00	(579.57)
10/22/10 10/27/10 SELL	CAPITOL FEDERAL FINANCIAL 14057C106 KNIGHT DIRECT LLC KNIGHT 11.04 COMM 0.015/SHR 0.31 FEE	34.6336 24.6207 736	25,490.33	18,109.49 0.00	(7,380.84)
11/19/10 11/24/10 SELL	CAPITOL FEDERAL FINANCIAL 14057C106 CONIFER SECURITIES LLC 26.40 COMM 0.030/SHR 0.35 FEE	34.6336 23.1127 880	30,477.57	20,312.43 0.00	(10,165.14)
11/23/10 11/29/10 SELL	CAPITOL FEDERAL FINANCIAL 14057C106 CANTOR FITZGERALD & CO. INC. 30.00 COMM 0.030/SHR 0.40 FEE	34.6336 23.38 1,000	34,633.60	23,349.60 0.00	(11,284.00)
12/03/10 12/08/10 SELL	CAPITOL FEDERAL FINANCIAL 14057C106 CONIFER SECURITIES LLC 31.80 COMM 0.030/SHR 0.42 FEE	34.6336 23.4302 1,060	36,711.62	24,803.79 0.00	(11,907.83)

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
11/24/10 11/30/10 SELL	CARRIZO OIL & GAS INC COMMON STOCK 144577103 PERSHING 17.40 COMM 0.030/SHR	22.0842 27.7145 580	12,808.84	16,056.73 0.00	3,247.89
12/14/10 12/17/10 SELL	CARRIZO OIL & GAS INC COMMON STOCK 144577103 CONIFER SECURITIES LLC 33.90 COMM 0.030/SHR	22.0842 29.3681 1,130	24,955.14	33,151.48 0.00	8,196.34
09/21/10 09/24/10 SELL	CASEYS GEN STORES INC 147528103 KNIGHT SECURITIES BROADCORT CA 14.70 COMM 0.030/SHR	27.0090 43.2067 490	13,234.42	21,156.22 0.00	7,921.80
09/27/10 09/30/10 SELL	CASEYS GEN STORES INC 147528103 CITATION GROUP (THE) 14.40 COMM 0.030/SHR	27.0090 42.5626 480	12,964.33	20,415.30 0.00	7,450.97
03/23/10 03/26/10 SELL	CERADYNE INC 156710105 HUDSON SECURITIES INC. 48.39 COMM 0.030/SHR	22.4940 24.0486 1,613	36,282.77	38,741.50 0.00	2,458.73
03/24/10 03/29/10 SELL	CERADYNE INC 156710105 CONIFER SECURITIES LLC 3.81 COMM 0.030/SHR	22.4939 24.0194 127	2,856.73	3,046.61 0.00	189.88
03/29/10 04/01/10 SELL	CERADYNE INC 156710105 DIRECT TRADING INSTITUTIONAL I 29.70 COMM 0.015/SHR	22.4940 23.4867 1,980	44,538.06	46,473.18 0.00	1,935.12
03/22/10 03/25/10 SELL	CNX GAS CORP 12618H309 CITIGROUP GLOBAL MARKETS 78.60 COMM 0.030/SHR	28.0818 37.8911 2,620	73,574.44	99,194.81 0.00	25,620.37

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
03/23/10 03/26/10 SELL	CNX GAS CORP 12618H309 WHEAT FIRST SECURITIES 61.20 COMM 0.030/SHR	28.0818 37.8235 2,040	57,286.97	77,097.76 0.00	19,810.79
03/25/10 03/30/10 SELL	CNX GAS CORP 12618H309 PERSHING 38.10 COMM 0.030/SHR	28.0819 37.9217 1,270	35,663.95	48,121.84 0.00	12,457.89
03/29/10 04/01/10 SELL	CNX GAS CORP 12618H309 PERSHING 18.90 COMM 0.030/SHR	28.0818 37.9367 630	17,691.56	23,880.81 0.00	6,189.25
04/06/10 04/09/10 SELL	CNX GAS CORP 12618H309 PERSHING 18.30 COMM 0.030/SHR	28.0819 38.00 610	17,129.93	23,161.30 0.00	6,031.37
03/03/10 03/08/10 SELL	EL PASO ELEC CO COM 283677854 STERNE AGEE & LEACH INC. 21.90 COMM 0.030/SHR	20.8515 19.911 730	15,221.63	14,512.94 0.00	(708.69)
03/29/10 04/01/10 SELL	EL PASO ELEC CO COM 283677854 KNIGHT SECURITIES BROADCORT CA 56.10 COMM 0.030/SHR	20.8516 20.5927 1,870	38,992.40	38,451.59 0.00	(540.81)
04/23/10 04/28/10 SELL	EL PASO ELEC CO COM 283677854 KNIGHT SECURITIES BROADCORT CA 21.78 COMM 0.030/SHR	20.8515 21.1203 726	15,138.22	15,311.30 0.00	173.08
04/23/10 04/28/10 SELL	EL PASO ELEC CO COM 283677854 INVESTMENT TECHNOLOGY GROUP IN 2.74 COMM 0.020/SHR	20.8515 20.9050 137	2,856.66	2,861.20 0.00	4.54

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
04/29/10 05/04/10 SELL	EL PASO ELEC CO COM 283677854 KNIGHT SECURITIES BROADCORT CA 47.91 COMM 0.030/SHR 0.58 FEE	20.8516 21.1671 1,597	33,299.93	33,755.37 0.00	455.44
05/05/10 05/10/10 SELL	EL PASO ELEC CO COM 283677854 KNIGHT SECURITIES BROADCORT CA 28.50 COMM 0.030/SHR 0.34 FEE	20.8515 20.7732 950	19,808.97	19,705.70 0.00	(103.27)
05/07/10 05/12/10 SELL	EL PASO ELEC CO COM 283677854 KNIGHT SECURITIES BROADCORT CA 9.24 COMM 0.030/SHR 0.11 FEE	20.8516 20.1126 308	6,422.28	6,185.33 0.00	(236.95)
05/07/10 05/12/10 SELL	EL PASO ELEC CO COM 283677854 KNIGHT SECURITIES BROADCORT CA 3.98 COMM 0.020/SHR 0.07 FEE	20.8516 20.0467 199	4,149.46	3,985.24 0.00	(164.22)
05/12/10 05/17/10 SELL	EL PASO ELEC CO COM 283677854 KEEFE BRUYETTE AND WOODS INC 17.49 COMM 0.030/SHR 0.21 FEE	20.8515 21.1893 583	12,156.45	12,335.66 0.00	179.21
05/19/10 05/24/10 SELL	EL PASO ELEC CO COM 283677854 RBC DAIN RAUSCHER 71.10 COMM 0.030/SHR 0.85 FEE	20.8515 21.2027 2,370	49,418.16	50,178.45 0.00	760.29
06/18/10 06/23/10 SELL	GRANITE CONSTR INC 387328107 DAVENPORT & CO OF VIRGINIA INC 23.10 COMM 0.030/SHR 0.36 FEE	35.8699 27.095 770	27,619.84	20,839.69 0.00	(6,780.15)
06/24/10 06/29/10 SELL	GRANITE CONSTR INC 387328107 CANTOR FITZGERALD & CO. INC. 23.40 COMM 0.030/SHR 0.34 FEE	35.8699 25.4301 780	27,978.54	19,811.74 0.00	(8,166.80)

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
06/30/10 07/06/10 SELL	GRANITE CONSTR INC 387328107 CJS SECURITIES INC 24.60 COMM 0.030/SHR	35.8699 23.8388 820	29,413.34	19,522.88 0.00	(9,890.46)
07/09/10 07/14/10 SELL	GRANITE CONSTR INC 387328107 UBS PAINEWEBBER INC. 25.80 COMM 0.030/SHR	35.8699 24.3323 860	30,848.13	20,899.62 0.00	(9,948.51)
07/29/10 08/03/10 SELL	GRANITE CONSTR INC 387328107 KNIGHT SECURITIES BROADCORT CA 26.40 COMM 0.030/SHR	35.8699 23.6529 880	31,565.54	20,787.79 0.00	(10,777.75)
10/26/10 10/29/10 SELL	JEFFERIES GROUP INC NEW 472319102 WHEAT FIRST SECURITIES 29.10 COMM 0.030/SHR	17.2654 23.6855 970	16,747.46	22,945.45 0.00	6,197.99
11/03/10 11/08/10 SELL	JEFFERIES GROUP INC NEW 472319102 CABRERA CAPITAL MARKETS 20.88 COMM 0.030/SHR	17.2654 24.1505 696	12,016.74	16,787.58 0.00	4,770.84
11/03/10 11/08/10 SELL	JEFFERIES GROUP INC NEW 472319102 GILFORD SEC. 7.92 COMM 0.030/SHR	17.2654 24.1855 264	4,558.07	6,376.94 0.00	1,818.87
11/04/10 11/09/10 SELL	JEFFERIES GROUP INC NEW 472319102 GILFORD SEC. 37.80 COMM 0.030/SHR	17.2654 24.9334 1,260	21,754.43	31,377.74 0.00	9,623.31
11/08/10 11/12/10 SELL	JEFFERIES GROUP INC NEW 472319102 CITATION GROUP (THE) 58.50 COMM 0.030/SHR	17.2654 25.8977 1,950	33,667.58	50,441.16 0.00	16,773.58

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
11/19/10 11/24/10 SELL	JEFFERIES GROUP INC NEW 472319102 GILFORD SEC. 116.40 COMM 0.030/SHR 1.61 FEE	17.2654 24.4038 3,880	66,989.84	94,568.73 0.00	27,578.89
03/17/10 03/22/10 SELL	OVERSEAS SHIPHOLDING GROUP INC 690368105 CITATION GROUP (THE) 37.80 COMM 0.030/SHR 0.71 FEE	61.7381 44.3267 1,260	77,790.03	55,813.13 0.00	(21,976.90)
03/24/10 03/29/10 SELL	OVERSEAS SHIPHOLDING GROUP INC 690368105 CABRERA CAPITAL MARKETS 16.80 COMM 0.030/SHR 0.31 FEE	61.7381 42.3831 560	34,573.35	23,717.43 0.00	(10,855.92)
04/21/10 04/26/10 SELL	OVERSEAS SHIPHOLDING GROUP INC 690368105 WHEAT FIRST SECURITIES 27.00 COMM 0.030/SHR 0.75 FEE	61.7381 49.2938 900	55,564.30	44,336.67 0.00	(11,227.63)
04/27/10 04/30/10 SELL	OVERSEAS SHIPHOLDING GROUP INC 690368105 UBS PAINEWEBBER INC. 14.10 COMM 0.030/SHR 0.39 FEE	61.7381 48.5806 470	29,016.92	22,818.39 0.00	(6,198.53)
07/16/10 07/21/10 SELL	OVERSEAS SHIPHOLDING GROUP INC 690368105 UBS PAINEWEBBER INC. 22.80 COMM 0.030/SHR 0.47 FEE	61.7381 36.5282 760	46,920.97	27,738.16 0.00	(19,182.81)
09/02/10 09/08/10 SELL	OVERSEAS SHIPHOLDING GROUP INC 690368105 WHEAT FIRST SECURITIES 31.20 COMM 0.030/SHR 0.61 FEE	61.7381 34.3462 1,040	64,207.64	35,688.24 0.00	(28,519.40)
09/13/10 09/16/10 SELL	OVERSEAS SHIPHOLDING GROUP INC 690368105 PRITCHARD CAPITAL PARTNERS LLC 38.70 COMM 0.030/SHR 0.76 FEE	61.7381 34.42 1,290	79,642.18	44,362.34 0.00	(35,279.84)

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
11/22/10 11/22/10 SELL	SABRA HEALTH CARE REIT, INC. 78573L106 WELLS FARGO REORG	24.1231 16.00 0.3250	7.84	5.20 0.00	(2.64)
11/08/10 11/12/10 SELL	SL GREEN REALTY CORP COM 78440X101 CABRERA CAPITAL MARKETS	23.1505 68.4568 320	7,408.16	21,896.20 0.00	14,488.04
11/09/10 11/15/10 SELL	SL GREEN REALTY CORP COM 78440X101 GILFORD SEC.	23.1505 66.2699 610	14,121.80	40,405.65 0.00	26,283.85
01/25/10 01/28/10 SELL	SOTHEBYS 835898107 KNIGHT SECURITIES BROADCORT CA	11.9389 25.0352 1,180	14,087.85	29,505.76 0.00	15,417.91
01/28/10 02/02/10 SELL	SOTHEBYS 835898107 WHEAT FIRST SECURITIES	11.9389 23.2847 410	4,894.93	9,534.30 0.00	4,639.37
03/11/10 03/16/10 SELL	SOTHEBYS 835898107 CITIGROUP GLOBAL MARKETS	11.9389 30.0084 890	10,625.58	26,680.44 0.00	16,054.86
03/15/10 03/18/10 SELL	SOTHEBYS 835898107 BERNSTEIN SANFORD C. & CO.	11.9389 29.2118 550	6,566.37	16,049.78 0.00	9,483.41
03/22/10 03/25/10 SELL	SOTHEBYS 835898107 CITATION GROUP (THE)	11.9389 30.5091 950	11,341.91	28,954.78 0.00	17,612.87

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
04/21/10 04/26/10 SELL	SOTHEBYS 835898107 STERNE AGEE & LEACH INC. 22.20 COMM 0.030/SHR	11.9389 37.8573 740	8,834.75	27,991.72 0.00	19,156.97
04/23/10 04/28/10 SELL	SOTHEBYS 835898107 LIQUIDNET, INC. 26.00 COMM 0.020/SHR	11.9389 38.675 1,300	15,520.52	50,250.65 0.00	34,730.13
06/24/10 06/29/10 SELL	SOTHEBYS 835898107 WHEAT FIRST SECURITIES 30.60 COMM 0.030/SHR	11.9389 25.9071 1,020	12,177.63	26,394.19 0.00	14,216.56
06/28/10 07/01/10 SELL	SOTHEBYS 835898107 WHEAT FIRST SECURITIES 41.10 COMM 0.030/SHR	11.9389 24.3852 1,370	16,356.23	33,366.05 0.00	17,009.82
06/30/10 07/06/10 SELL	SOTHEBYS 835898107 CITATION GROUP (THE) 22.80 COMM 0.030/SHR	11.9389 22.9917 760	9,073.53	17,450.59 0.00	8,377.06
07/07/10 07/12/10 SELL	SOTHEBYS 835898107 CITATION GROUP (THE) 27.30 COMM 0.030/SHR	11.9389 23.6165 910	10,864.36	21,463.35 0.00	10,598.99
11/22/10 11/22/10 SELL	SUN HEALTHCARE GROUP INC 8667E100 WELLS FARGO REORG	10.9370 9.6160 0.3255	3.56	3.13 0.00	(0.43)
11/08/10 11/12/10 SELL	TELLABS OPERATIONS, INC 879664100 WHEAT FIRST SECURITIES 111.90 COMM 0.030/SHR	7.1195 6.7605 3,730	26,555.86	25,104.34 0.00	(1,451.52)

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
05/06/10 05/11/10 SELL	UMB FINL CORP COM 902788108 DIRECT TRADING INSTITUTIONAL I 7.65 COMM 0.015/SHR 0.35 FEE	34.3475 40.3684 510	17,517.24	20,579.88 0.00	3,062.64
03/05/10 03/10/10 SELL	UNITED FIRE & CAS CO 910331107 DIRECT TRADING INSTITUTIONAL I 34.80 COMM 0.015/SHR 0.53 FEE	27.1586 17.917 2,320	63,007.90	41,532.11 0.00	(21,475.79)
03/19/10 03/24/10 SELL	UNITED FIRE & CAS CO 910331107 DIRECT TRADING INSTITUTIONAL I 42.75 COMM 0.015/SHR 0.66 FEE	27.1586 18.0141 2,850	77,401.94	51,296.78 0.00	(26,105.16)
12/13/10 12/16/10 SELL	VAIL RESORTS INC COM 918790109 KNIGHT EQUITY MARKETS L.P. 24.30 COMM 0.030/SHR 0.73 FEE	48.2457 53.179 810	39,079.05	43,049.96 0.00	3,970.91
03/01/10 03/04/10 SELL	WEBSTER FINL CORP WATERBURY CONN 947890109 KNIGHT SECURITIES BROADCORT CA 62.70 COMM 0.030/SHR 0.44 FEE	12.2230 16.205 2,090	25,546.10	33,805.31 0.00	8,259.21
07/06/10 07/09/10 SELL	WEBSTER FINL CORP WATERBURY CONN 947890109 DAVENPORT & CO OF VIRGINIA INC 68.10 COMM 0.030/SHR 0.69 FEE	12.2230 17.766 2,270	27,746.25	40,260.03 0.00	12,513.78
07/12/10 07/15/10 SELL	WEBSTER FINL CORP WATERBURY CONN 947890109 BERNSTEIN SANFORD C. & CO. 13.50 COMM 0.030/SHR 0.15 FEE	12.2230 18.8941 450	5,500.36	8,488.70 0.00	2,988.34
07/19/10 07/22/10 SELL	WEBSTER FINL CORP WATERBURY CONN 947890109 CITATION GROUP (THE) 46.20 COMM 0.030/SHR 0.47 FEE	12.2230 17.9898 1,540	18,823.44	27,657.62 0.00	8,834.18

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
10/28/10 11/02/10 SELL	WEBSTER FINL CORP WATERBURY CONN 947890109 LIQUIDNET, INC. 7.80 COMM 0.020/SHR 0.12 FEE	12.223 17.19 390	4,766.97	6,696.18 0.00	1,929.21
10/28/10 11/02/10 SELL	WEBSTER FINL CORP WATERBURY CONN 947890109 KEEFE BRUYETTE AND WOODS INC 12.48 COMM 0.030/SHR 0.12 FEE	12.2230 16.9870 416	5,084.77	7,053.99 0.00	1,969.22
10/29/10 11/03/10 SELL	WEBSTER FINL CORP WATERBURY CONN 947890109 CITATION GROUP (THE) 12.12 COMM 0.030/SHR 0.12 FEE	12.2230 17.0599 404	4,938.10	6,879.96 0.00	1,941.86
11/04/10 11/09/10 SELL	WEBSTER FINL CORP WATERBURY CONN 947890109 DAVENPORT & CO OF VIRGINIA INC 84.00 COMM 0.030/SHR 0.83 FEE	12.2230 17.3372 2,800	34,224.45	48,459.33 0.00	14,234.88
11/30/10 12/03/10 SELL	WEBSTER FINL CORP WATERBURY CONN 947890109 KEEFE BRUYETTE AND WOODS INC 80.40 COMM 0.030/SHR 0.75 FEE	12.2230 16.5472 2,680	32,757.68	44,265.35 0.00	11,507.67
12/02/10 12/07/10 SELL	WEBSTER FINL CORP WATERBURY CONN 947890109 KNIGHT EQUITY MARKETS L.P. 39.60 COMM 0.030/SHR 0.39 FEE	12.2230 17.4511 1,320	16,134.38	22,995.46 0.00	6,861.08
12/17/10 12/22/10 SELL	WEBSTER FINL CORP WATERBURY CONN 947890109 CITATION GROUP (THE) 44.40 COMM 0.030/SHR 0.47 FEE	12.2230 18.4455 1,480	18,090.06	27,254.47 0.00	9,164.41

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
11/03/10 11/08/10 SELL	WINN-DIXIE STORES INC 974280307 LIQUIDNET, INC. 5.90 COMM 0.020/SHR 0.04 FEE	15.2960 6.8550 295	4,512.33	2,016.29 0.00	(2,496.04)
11/03/10 11/08/10 SELL	WINN-DIXIE STORES INC 974280307 KNIGHT DIRECT LLC 7.98 COMM 0.015/SHR 0.07 FEE	15.2960 6.8964 532	8,137.49	3,660.83 0.00	(4,476.66)
11/03/10 11/08/10 SELL	WINN-DIXIE STORES INC 974280307 JEFFERIES & COMPANY 8.88 COMM 0.030/SHR 0.04 FEE	15.2960 6.9002 296	4,527.63	2,033.54 0.00	(2,494.09)
11/04/10 11/09/10 SELL	WINN-DIXIE STORES INC 974280307 CONIFER SECURITIES LLC 47.31 COMM 0.030/SHR 0.19 FEE	15.2960 7.0556 1,577	24,121.84	11,079.18 0.00	(13,042.66)

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
11/12/10 11/17/10 SELL	WINN-DIXIE STORES INC 974280307 BAYPOINT TRADING LLC 103.20 COMM 0.030/SHR 0.41 FEE	15.2960 7.0163 3,440	52,618.35	24,032.46 0.00	(28,585.89)
12/01/10 12/06/10 SELL	WINN-DIXIE STORES INC 974280307 BAYPOINT TRADING LLC 98.10 COMM 0.030/SHR 0.35 FEE	15.2960 6.244 3,270	50,018.02	20,319.43 0.00	(29,698.59)
12/06/10 12/09/10 SELL	WINN-DIXIE STORES INC 974280307 KNIGHT EQUITY MARKETS L.P. 48.60 COMM 0.030/SHR 0.19 FEE	15.2960 6.8839 1,620	24,779.57	11,103.13 0.00	(13,676.44)
12/17/10 12/22/10 SELL	WINN-DIXIE STORES INC 974280307 DAVENPORT & CO OF VIRGINIA INC 48.00 COMM 0.030/SHR 0.19 FEE	15.2960 6.792 1,600	24,473.65	10,819.01 0.00	(13,654.64)
11/10/10 11/16/10 11/16/10 SELL	ZORAN CORP 98975F101 CONIFER SECURITIES LLC 51.90 COMM 0.030/SHR 0.21 FEE	10.7618 6.9504 1,730	18,617.87	11,972.08 0.00	(6,645.79)
11/16/10 11/19/10 11/19/10 SELL	ZORAN CORP 98975F101 BAYPOINT TRADING LLC 100.50 COMM 0.030/SHR 0.39 FEE	10.7618 6.8087 3,350	36,051.94	22,708.26 0.00	(13,343.68)
11/29/10 12/02/10 12/02/10 SELL	ZORAN CORP 98975F101 BAYPOINT TRADING LLC 104.70 COMM 0.030/SHR 0.42 FEE	10.7618 7.0033 3,490	37,558.59	24,336.40 0.00	(13,222.19)
12/02/10 12/07/10 12/07/10 SELL	ZORAN CORP 98975F101 KNIGHT EQUITY MARKETS L.P. 34.86 COMM 0.030/SHR 0.14 FEE	10.7618 7.0565 1,162	12,505.18	8,164.65 0.00	(4,340.53)

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
12/02/10 12/07/10 SELL	ZORAN CORP 98975F101 BAYPOINT TRADING LLC 73.14 COMM 0.030/SHR	10.7618 7.0695 2,438	26,237.20	17,162.00 0.00	(9,075.20)
12/03/10 12/08/10 SELL	ZORAN CORP 98975F101 KNIGHT EQUITY MARKETS L.P. 4.74 COMM 0.030/SHR	10.7618 7.6702 158	1,700.36	1,207.12 0.00	(493.24)
12/03/10 12/08/10 SELL	ZORAN CORP 98975F101 BAYPOINT TRADING LLC 20.88 COMM 0.030/SHR	10.7618 7.5619 696	7,490.20	5,242.11 0.00	(2,248.09)
12/06/10 12/09/10 SELL	ZORAN CORP 98975F101 BAYPOINT TRADING LLC 37.38 COMM 0.030/SHR	10.7618 7.9888 1,246	13,409.18	9,916.49 0.00	(3,492.69)
12/14/10 12/17/10 SELL	ZORAN CORP 98975F101 CANTOR FITZGERALD & CO. INC. 42.60 COMM 0.030/SHR	10.7618 8.2107 1,420	15,281.73	11,616.39 0.00	(3,665.34)
12/29/10 01/03/11 SELL	WINN-DIXIE STORES INC 974280307 BAYPOINT TRADING LLC 43.20 COMM 0.030/SHR	15.2960 6.9524 1,440	22,026.29	9,968.09 0.00	(12,058.20)

Statement 13

2010 Federal Form 990-PF

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
02/09/10 02/12/10 SELL	3M CO COM 88579Y101 ABEL NOSER CORP. 228.00 COMM	84.0549 79.0144 11,400	958,225.86	900,524.72 0.00	(57,701.14)
01/29/10 02/03/10 SELL	ADOBE SYS INC 00724F101 KNIGHT SECURITIES BROADCORT CA 252.00 COMM	29.1695 32.8957 12,600	367,535.75	414,228.56 0.00	46,692.81
02/01/10 02/04/10 SELL	ADOBE SYS INC 00724F101 ABEL NOSER CORP. 184.00 COMM	29.1695 32.2353 9,200	268,359.44	296,376.99 0.00	28,017.55
02/09/10 02/12/10 SELL	ALCON INC H01301102 ABEL NOSER CORP. 127.40 COMM	146.8196 157.3796 6,370	935,240.54	1,002,367.91 0.00	67,127.37
02/09/10 02/12/10 SELL	ALLERGAN INC 018490102 ABEL NOSER CORP. 210.00 COMM	57.7047 58.8674 10,500	605,899.68	617,889.85 0.00	11,990.17
01/27/10 02/01/10 SELL	AMERICA MOVIL S.A.B. DE C.V SER L AD ADR 02364W105 ABEL NOSER CORP. 258.00 COMM	45.8684 43.1752 12,900	591,702.36	556,695.00 0.00	(35,007.36)

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
02/09/10 02/12/10 SELL	AMERICAN TOWER SYSTEMS CORP CLASS A 029912201 ABEL NOSER CORP. 288.00 COMM 0.020/SHR 7.59 FEE	43.8969 41.4518 14,400	632,114.64	596,610.33 0.00	(35,504.31)
02/09/10 02/12/10 SELL	AMERISOURCEBERGEN CORP 03073E105 ABEL NOSER CORP. 222.00 COMM 0.020/SHR 3.84 FEE	27.3531 27.2025 11,100	303,619.41	301,721.91 0.00	(1,897.50)
02/09/10 02/12/10 SELL	APPLE INC 037833100 ABEL NOSER CORP. 133.60 COMM 0.020/SHR 16.68 FEE	195.7037 196.5169 6,680	1,307,300.82	1,312,582.61 0.00	5,281.79
01/27/10 02/01/10 SELL	BARRICK GOLD CORP COM 067901108 ABEL NOSER CORP. 154.00 COMM 0.020/SHR 3.49 FEE	37.7170 35.6774 7,700	290,420.72	274,558.49 0.00	(15,862.23)
02/09/10 02/12/10 SELL	BARRICK GOLD CORP COM 067901108 ABEL NOSER CORP. 338.00 COMM 0.020/SHR 7.69 FEE	37.7170 35.8166 16,900	637,416.88	604,954.85 0.00	(32,462.03)
02/05/10 02/10/10 SELL	BMC SOFTWARE INC 055921100 ABEL NOSER CORP. 212.00 COMM 0.020/SHR 4.89 FEE	34.5429 36.2953 10,600	366,154.29	384,513.29 0.00	18,359.00
02/01/10 02/04/10 SELL	CITRIX SYS INC COM 177376100 ABEL NOSER CORP. 132.00 COMM 0.020/SHR 3.54 FEE	30.2404 42.1897 6,600	199,586.64	278,316.48 0.00	78,729.84
02/09/10 02/12/10 SELL	COACH INC 189754104 ABEL NOSER CORP. 170.00 COMM 0.020/SHR 3.76 FEE	35.5123 34.7668 8,500	301,854.55	295,344.04 0.00	(6,510.51)

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
02/09/10 02/12/10 SELL	COCA COLA CO 191216100 ABEL NOSER CORP. 384.00 COMM 0.020/SHR 13.26 FEE	53.9335 54.3447 19,200	1,035,523.25	1,043,020.98 0.00	7,497.73
02/09/10 02/12/10 SELL	COGNIZANT TECH SOLUTIONS CRP COM 192446102 ABEL NOSER CORP. 344.00 COMM 0.020/SHR 10.15 FEE	41.4541 46.4204 17,200	713,009.70	798,076.73 0.00	85,067.03
02/09/10 02/12/10 SELL	COLGATE PALMOLIVE CO 194162103 ABEL NOSER CORP. 188.00 COMM 0.020/SHR 9.59 FEE	85.4861 80.3285 9,400	803,569.11	754,890.31 0.00	(48,678.80)
01/20/10 01/25/10 SELL	E M C CORP MASS 268648102 COLLINS STEWART INC. 344.00 COMM 0.020/SHR 3.88 FEE	13.2443 17.7623 17,200	227,801.93	305,163.68 0.00	77,361.75
02/09/10 02/12/10 SELL	E M C CORP MASS 268648102 CAPITAL INSTITUTIONAL SERVS. I 1,068.00 COMM 0.020/SHR 11.53 FEE	13.2443 17.008 53,400	707,245.54	907,147.67 0.00	199,902.13
01/20/10 01/25/10 SELL	EBAY INC 278642103 ABEL NOSER CORP. 214.00 COMM 0.020/SHR 3.03 FEE	21.6941 22.2762 10,700	232,126.93	238,138.31 0.00	6,011.38
02/09/10 02/12/10 SELL	EBAY INC 278642103 CAPITAL INSTITUTIONAL SERVS. I 700.00 COMM 0.020/SHR 9.98 FEE	21.6941 22.4557 35,000	759,293.72	785,239.52 0.00	25,945.80
02/09/10 02/12/10 SELL	EXPRESS SCRIPTS INC COMMON STOCK 302182100 CAPITAL INSTITUTIONAL SERVS. I 144.00 COMM 0.020/SHR 7.81 FEE	87.6237 85.4211 7,200	630,890.28	614,880.11 0.00	(16,010.17)

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
02/09/10 02/12/10 SELL	GENERAL MILLS INC 370334104 CAPITAL INSTITUTIONAL SERVS. I 252.00 COMM 0.020/SHR I 11.14 FEE	72.0432 69.6085 12,600	907,743.73	876,803.96 0.00	(30,939.77)
02/09/10 02/12/10 SELL	GOOGLE INC CL A 38259P508 CAPITAL INSTITUTIONAL SERVS. I 49.40 COMM 0.020/SHR I 16.85 FEE	529.7124 537.1218 2,470	1,308,389.74	1,326,624.60 0.00	18,234.86
02/09/10 02/12/10 SELL	HEWLETT PACKARD CO 428236103 CAPITAL INSTITUTIONAL SERVS. I 516.00 COMM 0.020/SHR I 15.83 FEE	46.5507 48.3143 25,800	1,201,007.64	1,245,977.11 0.00	44,969.47
02/09/10 02/12/10 SELL	HOSPIRA INC COM 441060100 CAPITAL INSTITUTIONAL SERVS. I 180.00 COMM 0.020/SHR I 5.66 FEE	50.7525 49.4842 9,000	456,772.64	445,172.14 0.00	(11,600.50)
02/09/10 02/12/10 SELL	INTERNATIONAL BUSINESS MACHS CORP COM 459200101 CAPITAL INSTITUTIONAL SERVS. I 180.60 COMM 0.020/SHR I 14.20 FEE	125.5748 123.807 9,030	1,133,940.20	1,117,782.41 0.00	(16,157.79)
02/09/10 02/12/10 SELL	JM SMUCKER CO 832696405 BNY BROKERAGE INC. 148.00 COMM 0.020/SHR 5.65 FEE	60.9325 60.0233 7,400	450,900.26	444,018.77 0.00	(6,881.49)
01/04/10 01/07/10 SELL	KOHL'S CORP 500255104 WEEDEN & COMPANY 50.00 COMM 0.020/SHR 3.49 FEE	58.6809 54.3844 2,500	146,702.24	135,907.51 0.00	(10,794.73)
02/09/10 02/12/10 SELL	LIFE TECHNOLOGIES CORP 53217V109 CAPITAL INSTITUTIONAL SERVS. I 262.00 COMM 0.020/SHR I 7.97 FEE	40.4849 47.9088 13,100	530,352.48	627,335.31 0.00	96,982.83

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
02/09/10 02/12/10 SELL	MASTERCARD INC CL A 57636Q104 CAPITAL INSTITUTIONAL SERVS. I 53.40 COMM 0.020/SHR 7.59 FEE	230.3689 223.8753 2,670	615,084.96	597,686.06 0.00	(17,398.90)
02/09/10 02/12/10 SELL	MCKESSON CORP 58155Q103 CAPITAL INSTITUTIONAL SERVS. I 308.00 COMM 0.020/SHR 11.48 FEE	60.6544 58.7189 15,400	934,077.93	903,951.58 0.00	(30,126.35)
02/09/10 02/12/10 SELL	MEDCO HEALTH SOLUTIONS INC 58405U102 CAPITAL INSTITUTIONAL SERVS. I 300.00 COMM 0.020/SHR 11.71 FEE	55.2037 61.4687 15,000	828,055.07	921,718.79 0.00	93,663.72
02/09/10 02/12/10 SELL	MEDTRONIC INC 585055106 BNY BROKERAGE INC. 420.00 COMM 0.020/SHR 11.31 FEE	43.5764 42.4036 21,000	915,105.10	890,044.29 0.00	(25,060.81)
02/09/10 02/12/10 SELL	MICROSOFT CORP 594918104 BNY BROKERAGE INC. 1,040.00 COMM 0.020/SHR 18.54 FEE	22.9018 28.0662 52,000	1,190,895.26	1,458,383.86 0.00	267,488.60
02/09/10 02/12/10 SELL	NATIONAL OILWELL VARCO INC COM 637071101 BNY BROKERAGE INC. 212.00 COMM 0.020/SHR 5.76 FEE	38.0803 42.7656 10,600	403,651.64	453,097.60 0.00	49,445.96
02/02/10 02/05/10 SELL	NETAPP INC 64110D104 KNIGHT SECURITIES BROADCORT CA 124.00 COMM 0.020/SHR 2.44 FEE	22.3555 30.9625 6,200	138,604.33	191,841.06 0.00	53,236.73
02/05/10 02/10/10 SELL	NETAPP INC 64110D104 ABEL NOSER CORP. 198.00 COMM 0.020/SHR 3.79 FEE	22.3555 30.1225 9,900	221,319.82	298,010.96 0.00	76,691.14

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
02/09/10 02/12/10 SELL	NETAPP INC 64110D104 BNY BROKERAGE INC. 394.00 COMM 0.020/SHR	22.3555 30.9964 19,700	440,404.10	610,227.32 0.00	169,823.22
02/09/10 02/12/10 SELL	NEWFIELD EXPL CO COM 651290108 BNY BROKERAGE INC. 122.00 COMM 0.020/SHR	49.4314 49.9209 6,100	301,531.54	304,391.62 0.00	2,860.08
01/27/10 02/01/10 SELL	NIKE INC CL B 654106103 ABEL NOSER CORP. 190.00 COMM 0.020/SHR	62.9353 63.6472 9,500	597,885.35	604,450.72 0.00	6,565.37
01/06/10 01/11/10 SELL	PRAXAIR INC COM 74005P104 ABEL NOSER CORP. 90.00 COMM 0.020/SHR	67.5760 80.503 4,500	304,091.88	362,164.18 0.00	58,072.30
01/07/10 01/12/10 SELL	PRAXAIR INC COM 74005P104 ABEL NOSER CORP. 78.00 COMM 0.020/SHR	67.5760 80.7937 3,900	263,546.29	315,009.33 0.00	51,463.04
02/09/10 02/12/10 SELL	PRICELINE COM INC COM NEW 741503403 BNY BROKERAGE INC. 30.20 COMM 0.020/SHR	203.9164 205.5706 1,510	307,913.76	310,377.46 0.00	2,463.70
02/09/10 02/12/10 SELL	ROCKWELL COLLINS 774341101 BNY BROKERAGE INC. 232.00 COMM 0.020/SHR	51.1633 53.3673 11,600	593,494.24	618,820.81 0.00	25,326.57
02/09/10 02/12/10 SELL	STARBUCKS CORP COM 855244109 ABEL NOSER CORP. 200.00 COMM 0.020/SHR	12.0215 22.0212 10,000	120,214.50	220,009.20 0.00	99,794.70

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE SYL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
02/09/10 02/12/10 SELL	STARBUCKS CORP COM 855244109 BNY BROKERAGE INC. 1,078.00 COMM 0.020/SHR 15.22 FEE	12.0215 22.2278 53,900	647,956.18	1,196,985.20 0.00	549,029.02
02/09/10 02/12/10 SELL	TEVA PHARMACEUTICAL INDUSTRIES - ADR SPONSORED ADR 881624209 ABEL NOSER CORP. 204.00 COMM 0.020/SHR 7.41 FEE	48.5050 57.1708 10,200	494,751.48	582,930.75 0.00	88,179.27
02/09/10 02/12/10 SELL	THE DIRECTV GROUP HOLDINGS CLASS A COM 25490A101 ABEL NOSER CORP. 200.00 COMM 0.020/SHR 3.97 FEE	30.8673 31.2355 10,000	308,673.00	312,151.03 0.00	3,478.03
02/04/10 02/09/10 SELL	TJX COS INC NEW 872540109 ABEL NOSER CORP. 166.00 COMM 0.020/SHR 4.05 FEE	27.9049 38.4064 8,300	231,610.80	318,603.07 0.00	86,992.27
02/09/10 02/12/10 SELL	TJX COS INC NEW 872540109 BNY BROKERAGE INC. 620.00 COMM 0.020/SHR 14.93 FEE	27.9049 37.9152 31,000	865,052.40	1,174,736.27 0.00	309,683.87
02/09/10 02/12/10 SELL	VISA INC-CLASS A SHRS 92826C839 BNY BROKERAGE INC. 382.00 COMM 0.020/SHR 20.20 FEE	57.3825 83.2696 19,100	1,096,005.02	1,590,047.16 0.00	494,042.14
01/13/10 02/19/10 SELL	WALGREEN CO 931422109 ABEL NOSER CORP. 212.00 COMM 0.020/SHR 4.96 FEE	39.3678 36.7797 10,600	417,299.00	389,647.86 0.00	(27,651.14)
01/15/10 01/21/10 SELL	WALGREEN CO 931422109 ABEL NOSER CORP. 258.00 COMM 0.020/SHR 6.02 FEE	39.3678 36.7097 12,900	507,845.01	473,291.11 0.00	(34,553.90)

Danville Regional Foundation
 EIN: 20-3319727
 2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST. SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
02/09/10 02/12/10 SELL	YAMANA GOLD INC COM 98462Y100 ABEL NOSER CORP. 512.00 COMM	12.1115 10.4285 25,600	310,054.40	266,454.20 0.00	(43,600.20)
	0.020/SHR			3.40 FEE	

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
TRANSACTIONS EFFECTIVE AND SETTLED WITHIN THE CURRENT PERIOD:					
04/28/10 05/03/10 SELL	3M CO COM 88579Y101 BARCLAYS CAPITAL LE 15.00 COMM 0.025/SHR 0.90 FEE	70.3112 88.5501 600	42,186.69	53,114.16 0.00	10,927.47
08/10/10 08/13/10 SELL	ABBOTT LABS 002824100 UBS SECURITIES LLC 145.00 COMM 0.025/SHR 5.00 FEE	53.8704 50.9504 5,800	312,448.47	295,362.32 0.00	(17,086.15)
11/18/10 11/23/10 SELL	ACCENTURE PLC G1151C101 BARCLAYS CAPITAL LE 15.00 COMM 0.025/SHR 0.46 FEE	45.0188 44.5871 600	27,011.28	26,736.80 0.00	(274.48)
12/03/10 12/08/10 SELL	ACE LIMITED H0023R105 INSTINET 10.00 COMM 0.025/SHR 0.41 FEE	48.7948 59.68 400	19,517.91	23,861.59 0.00	4,343.68
12/21/10 12/27/10 SELL	ACE LIMITED H0023R105 BARCLAYS CAPITAL LE 17.50 COMM 0.025/SHR 0.73 FEE	48.7948 60.9211 700	34,156.33	42,626.54 0.00	8,470.21
06/30/10 07/06/10 SELL	ADOBE SYS INC 00724F101 CS FIRST BOSTON CORP. 293.83 COMM 0.025/SHR 5.33 FEE	35.2555 26.7862 11,753	414,357.78	314,519.05 0.00	(99,838.73)
07/01/10 07/07/10 SELL	ADOBE SYS INC 00724F101 CS FIRST BOSTON CORP. 43.68 COMM 0.025/SHR 0.79 FEE	35.2555 26.4258 1,747	61,591.34	46,121.40 0.00	(15,469.94)

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
07/29/10 08/03/10 SELL	ADVANCE AUTO PTS INC COM 00751Y106 CS FIRST BOSTON CORP. 10.00 COMM 0.025/SHR	50.6878 52.8305 400	20,275.12	21,121.84 0.00	846.72
11/18/10 11/23/10 SELL	ADVANCE AUTO PTS INC COM 00751Y106 BARCLAYS CAPITAL LE 7.50 COMM 0.025/SHR	50.6878 66.4313 300	15,206.34	19,921.55 0.00	4,715.21
02/10/10 02/16/10 SELL	AEROPOSTALE COM 007865108 CANTOR FITZGERALD & CO. INC. 35.00 COMM 0.025/SHR	34.4044 34.2052 1,400	48,166.22	47,851.67 0.00	(314.55)
04/13/10 04/16/10 SELL	AEROPOSTALE COM 007865108 WEEDEN & COMPANY 85.00 COMM 0.025/SHR	22.9363 30.4825 3,400	77,983.41	103,553.75 0.00	25,570.34
04/28/10 05/03/10 SELL	AEROPOSTALE COM 007865108 BARCLAYS CAPITAL LE 22.50 COMM 0.025/SHR	22.9363 31.109 900	20,642.66	27,975.12 0.00	7,332.46
08/10/10 08/13/10 SELL	AEROPOSTALE COM 007865108 UBS SECURITIES LLC 181.25 COMM 0.025/SHR	22.9363 24.4878 7,250	166,288.13	177,352.29 0.00	11,064.16
07/29/10 08/03/10 SELL	AETNA INC-NEW COM 00817Y108 CS FIRST BOSTON CORP. 25.00 COMM 0.025/SHR	30.3325 27.4088 1,000	30,332.54	27,383.33 0.00	(2,949.21)
02/10/10 02/16/10 SELL	ALLIANT TECHSYSTEMS INC COM 018804104 CANTOR FITZGERALD & CO. INC. 14.20 COMM 0.025/SHR	82.3781 77.2381 568	46,790.77	43,856.48 0.00	(2,934.29)

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
02/11/10 02/17/10 SELL	ALLIANT TECHSYSTEMS INC 018804104 CANTOR FITZGERALD & CO. INC. 12.25 COMM 0.025/SHR	82.3781 77.2108 490	40,365.28	37,820.55 0.00	(2,544.73)
	0.49 FEE				
02/12/10 02/18/10 SELL	ALLIANT TECHSYSTEMS INC 018804104 CANTOR FITZGERALD & CO. INC. 7.90 COMM 0.025/SHR	82.3781 76.7659 316	26,031.49	24,249.81 0.00	(1,781.68)
	0.31 FEE				
02/16/10 02/19/10 SELL	ALLIANT TECHSYSTEMS INC 018804104 CANTOR FITZGERALD & CO. INC. 6.95 COMM 0.025/SHR	82.3781 77.2830 278	22,901.12	21,477.44 0.00	(1,423.68)
	0.28 FEE				
02/17/10 02/22/10 SELL	ALLIANT TECHSYSTEMS INC 018804104 CANTOR FITZGERALD & CO. INC. 14.43 COMM 0.025/SHR	82.3781 77.4612 577	47,532.18	44,680.11 0.00	(2,852.07)
	0.57 FEE				
02/18/10 02/23/10 SELL	ALLIANT TECHSYSTEMS INC 018804104 CANTOR FITZGERALD & CO. INC. 18.38 COMM 0.025/SHR	82.3781 78.1818 735	60,547.92	57,444.51 0.00	(3,103.41)
	0.73 FEE				
02/19/10 02/24/10 SELL	ALLIANT TECHSYSTEMS INC 018804104 CANTOR FITZGERALD & CO. INC. 6.83 COMM 0.025/SHR	82.3781 78.9158 273	22,489.23	21,536.90 0.00	(952.33)
	0.28 FEE				
02/22/10 02/25/10 SELL	ALLIANT TECHSYSTEMS INC 018804104 CANTOR FITZGERALD & CO. INC. 12.33 COMM 0.025/SHR	82.3781 79.0922 493	40,612.41	38,979.62 0.00	(1,632.79)
	0.50 FEE				
02/24/10 03/01/10 SELL	ALLIANT TECHSYSTEMS INC 018804104 BARCLAYS CAPITAL LE 26.75 COMM 0.025/SHR	82.3781 79.0335 1,070	88,144.61	84,538.02 0.00	(3,606.59)
	1.08 FEE				

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
02/24/10 03/01/10 SELL	ALLSTATE CORP 020002101 BARCLAYS CAPITAL LE 59.83 COMM 0.025/SHR 0.95 FEE	38.7227 31.2209 2,393	92,663.40	74,650.83 0.00	(18,012.57)
02/25/10 03/02/10 SELL	ALLSTATE CORP 020002101 BARCLAYS CAPITAL LE 66.60 COMM 0.025/SHR 1.06 FEE	38.7227 31.1489 2,664	103,157.23	82,913.01 0.00	(20,244.22)
02/26/10 03/03/10 SELL	ALLSTATE CORP 020002101 BARCLAYS CAPITAL LE 51.03 COMM 0.025/SHR 0.81 FEE	38.7227 31.2250 2,041	79,033.00	63,678.39 0.00	(15,354.61)
03/01/10 03/04/10 SELL	ALLSTATE CORP 020002101 BARCLAYS CAPITAL LE 79.43 COMM 0.025/SHR 1.28 FEE	38.7227 31.591 3,177	123,021.97	100,283.90 0.00	(22,738.07)
03/02/10 03/05/10 SELL	ALLSTATE CORP 020002101 BARCLAYS CAPITAL LE 15.63 COMM 0.025/SHR 0.26 FEE	38.7227 31.8466 625	24,201.68	19,888.24 0.00	(4,313.44)
03/24/10 03/29/10 SELL	ALTERA CORP 021441100 BARCLAYS CAPITAL LE 67.50 COMM 0.025/SHR 0.86 FEE	20.2958 24.9556 2,700	54,798.61	67,311.76 0.00	12,513.15
07/29/10 08/03/10 SELL	ALTERA CORP 021441100 CS FIRST BOSTON CORP. 92.50 COMM 0.025/SHR 1.73 FEE	20.2958 27.562 3,700	75,094.40	101,885.17 0.00	26,790.77
10/20/10 10/25/10 SELL	ALTERA CORP 021441100 BARCLAYS CAPITAL LE 50.00 COMM 0.025/SHR 0.98 FEE	20.2958 28.933 2,000	40,591.56	57,815.02 0.00	17,223.46

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
11/18/10 11/23/10 SELL	ALTERA CORP 021441100 BARCLAYS CAPITAL LE 27.50 COMM 0.025/SHR	20.2958 32.8213 1,100	22,325.36	36,075.31 0.00	13,749.95
12/03/10 12/08/10 SELL	ALTERA CORP 021441100 INSTINET 30.00 COMM 0.025/SHR	20.2958 37.3583 1,200	24,354.95	44,799.20 0.00	20,444.25
03/24/10 03/29/10 SELL	ALTRIA GROUP INC 02209S103 BERNSTEIN SANFORD C. & CO. 97.50 COMM 0.025/SHR	18.4279 20.4693 3,900	71,868.68	79,731.75 0.00	7,863.07
07/15/10 07/20/10 SELL	ALTRIA GROUP INC 02209S103 BARCLAYS CAPITAL LE 45.00 COMM 0.025/SHR	18.4279 21.3566 1,800	33,170.16	38,396.23 0.00	5,226.07
07/29/10 08/03/10 SELL	ALTRIA GROUP INC 02209S103 CS FIRST BOSTON CORP. 30.00 COMM 0.025/SHR	18.4279 22.0296 1,200	22,113.44	26,405.07 0.00	4,291.63
12/21/10 12/27/10 SELL	ALTRIA GROUP INC 02209S103 BARCLAYS CAPITAL LE 25.00 COMM 0.025/SHR	18.4279 25.2948 1,000	18,427.86	25,269.37 0.00	6,841.51
08/27/10 09/01/10 SELL	AMERIPRISE FINL INC 03076C106 BARCLAYS CAPITAL LE 22.50 COMM 0.025/SHR	36.9492 42.1606 900	33,254.27	37,921.39 0.00	4,667.12
11/02/10 11/05/10 SELL	AMERIPRISE FINL INC 03076C106 SIDOTTI AND COMPANY, LLC 22.50 COMM 0.025/SHR	36.9492 52.1639 900	33,254.27	46,924.21 0.00	13,669.94

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
12/21/10 12/27/10 SELL	AMERIPRISE FINL INC 03076C106 BARCLAYS CAPITAL LE 25.00 COMM 0.025/SHR	36.9492 55.8943 1,000	36,949.19	55,868.35 0.00	18,919.16
03/24/10 03/29/10 SELL	AMERISOURCEBERGEN CORP 03073E105 BARCLAYS CAPITAL LE 45.90 COMM 0.025/SHR	21.5762 28.7465 1,836	39,613.99	52,731.99 0.00	13,118.00
03/25/10 03/30/10 SELL	AMERISOURCEBERGEN CORP 03073E105 BARCLAYS CAPITAL LE 41.60 COMM 0.025/SHR	21.5763 28.6478 1,664	35,902.88	47,627.73 0.00	11,724.85
06/30/10 07/06/10 SELL	AMERISOURCEBERGEN CORP 03073E105 CS FIRST BOSTON CORP. 40.00 COMM 0.025/SHR	21.5763 31.5098 1,600	34,522.00	50,374.82 0.00	15,852.82
11/18/10 11/23/10 SELL	AMERISOURCEBERGEN CORP 03073E105 BARCLAYS CAPITAL LE 17.50 COMM 0.025/SHR	22.0321 31.1392 700	15,422.50	21,779.57 0.00	6,357.07
12/21/10 12/27/10 SELL	AMERISOURCEBERGEN CORP 03073E105 BARCLAYS CAPITAL LE 20.00 COMM 0.025/SHR	22.0322 33.506 800	17,625.72	26,784.34 0.00	9,158.62
01/06/10 01/11/10 SELL	AMGEN INC 031162100 CS FIRST BOSTON CORP. 25.00 COMM 0.025/SHR	56.3044 57.0644 1,000	56,304.39	57,037.93 0.00	733.54
03/24/10 03/29/10 SELL	AMGEN INC 031162100 BARCLAYS CAPITAL LE 32.50 COMM 0.025/SHR	56.3615 59.5907 1,300	73,269.92	77,434.42 0.00	4,164.50

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
04/28/10 05/03/10 SELL	AMPHENOL CORP CL A 032095101 BARCLAYS CAPITAL LE 30.00 COMM 0.025/SHR	32.5794 46.1492 1,200	39,095.25	55,348.10 0.00	16,252.85
07/29/10 08/03/10 SELL	AMPHENOL CORP CL A 032095101 CS FIRST BOSTON CORP. 11.78 COMM 0.025/SHR	32.5794 44.6256 471	15,344.88	21,006.52 0.00	5,661.64
07/30/10 08/04/10 SELL	AMPHENOL CORP CL A 032095101 CS FIRST BOSTON CORP. 15.73 COMM 0.025/SHR	32.5794 44.6107 629	20,492.42	28,043.92 0.00	7,551.50
10/20/10 10/25/10 SELL	AMPHENOL CORP CL A 032095101 BARCLAYS CAPITAL LE 40.00 COMM 0.025/SHR	32.5794 47.7812 1,600	52,126.99	76,408.62 0.00	24,281.63
12/03/10 12/08/10 SELL	AMPHENOL CORP CL A 032095101 INSTINET 10.00 COMM 0.025/SHR	32.5794 52.8925 400	13,031.75	21,146.64 0.00	8,114.89
07/29/10 08/03/10 SELL	ANALOG DEVICES INC 032654105 CS FIRST BOSTON CORP. 57.50 COMM 0.025/SHR	28.8732 29.6054 2,300	66,408.30	68,033.76 0.00	1,625.46
10/20/10 10/25/10 SELL	ANALOG DEVICES INC 032654105 BARCLAYS CAPITAL LE 45.00 COMM 0.025/SHR	28.8732 31.4598 1,800	51,971.71	56,581.68 0.00	4,609.97
11/18/10 11/23/10 SELL	ANALOG DEVICES INC 032654105 BARCLAYS CAPITAL LE 22.50 COMM 0.025/SHR	28.8732 34.4726 900	25,985.85	31,002.31 0.00	5,016.46

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
12/03/10 12/08/10 SELL	ANALOG DEVICES INC 032654105 INSTINET 15.00 COMM 0.025/SHR	28.8732 37.32 600	17,323.90	22,376.62 0.00	5,052.72
04/28/10 05/03/10 SELL	APPLE INC 037833100 BARCLAYS CAPITAL LE 7.50 COMM 0.025/SHR	229.6452 257.5976 300	68,893.56	77,270.47 0.00	8,376.91
07/29/10 08/03/10 SELL	APPLE INC 037833100 CS FIRST BOSTON CORP. 2.88 COMM 0.025/SHR	229.6452 258.0076 115	26,409.20	29,667.48 0.00	3,258.28
07/30/10 08/04/10 SELL	APPLE INC 037833100 CS FIRST BOSTON CORP. 2.13 COMM 0.025/SHR	229.6452 257.8355 85	19,519.84	21,913.51 0.00	2,393.67
10/05/10 10/08/10 SELL	APPLE INC 037833100 CS FIRST BOSTON CORP. 5.00 COMM 0.025/SHR	229.6452 285.4163 200	45,929.04	57,077.29 0.00	11,148.25
10/20/10 10/25/10 SELL	APPLE INC 037833100 BARCLAYS CAPITAL LE 5.00 COMM 0.025/SHR	229.6452 308.6777 200	45,929.04	61,729.49 0.00	15,800.45
08/10/10 08/13/10 SELL	ARCHER DANIELS MIDLAND CO 039483102 UBS SECURITIES LLC 15.00 COMM 0.025/SHR	27.8956 30.49 600	16,737.38	18,278.69 0.00	1,541.31
04/13/10 04/16/10 SELL	ASHLAND INC NEW COM 044209104 WEEDEN & COMPANY 15.00 COMM 0.025/SHR	36.6874 59.7688 600	22,012.45	35,845.67 0.00	13,833.22

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
05/26/10 06/01/10 SELL	ASML HOLDING NVONY REG SHS N07059186 CANTOR FITZGERALD & CO. INC. 215.53 COMM 0.025/SHR	30.3972 28.0485 8,621	262,054.35	241,586.50 0.00	(20,467.85)
05/27/10 06/02/10 SELL	ASML HOLDING NVONY REG SHS N07059186 CANTOR FITZGERALD & CO. INC. 141.98 COMM 0.025/SHR	30.3972 28.5658 5,679	172,625.77	162,080.45 0.00	(10,545.32)
05/26/10 06/01/10 SELL	ASSURANT INC 04621X108 CANTOR FITZGERALD & CO. INC. 40.00 COMM 0.025/SHR	32.9869 34.5841 1,600	52,779.01	55,293.62 0.00	2,514.61
10/05/10 10/08/10 SELL	ASSURANT INC 04621X108 CS FIRST BOSTON CORP. 32.50 COMM 0.025/SHR	32.9869 40.85 1,300	42,882.94	53,071.60 0.00	10,188.66
12/21/10 12/27/10 SELL	ASSURANT INC 04621X108 BARCLAYS CAPITAL LE 35.00 COMM 0.025/SHR	33.3670 37.4441 1,400	46,713.79	52,385.85 0.00	5,672.06
03/24/10 03/29/10 SELL	ASTRAZENECA PLC SPONSORED ADR 046353108 BARCLAYS CAPITAL LE 24.13 COMM 0.025/SHR	43.9275 44.5557 965	42,390.04	42,971.57 0.00	581.53
03/25/10 03/30/10 SELL	ASTRAZENECA PLC SPONSORED ADR 046353108 BARCLAYS CAPITAL LE 25.88 COMM 0.025/SHR	43.9275 44.9485 1,035	45,464.97	46,495.22 0.00	1,030.25
06/30/10 07/06/10 SELL	ASTRAZENECA PLC SPONSORED ADR 046353108 CS FIRST BOSTON CORP. 25.00 COMM 0.025/SHR	43.9275 47.4942 1,000	43,927.51	47,468.39 0.00	3,540.88

Danville Regional Foundation

EIN: 20-3319727

2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
07/29/10 08/03/10 SELL	ASTRAZENECA PLC SPONSORED ADR 046353108 CS FIRST BOSTON CORP. 17.50 COMM 0.025/SHR	43.9275 50.8668 700	30,749.25	35,588.65 0.00	4,839.40
02/10/10 02/16/10 SELL	AUTOLIV INC COM 052800109 CANTOR FITZGERALD & CO. INC. 20.00 COMM 0.025/SHR	42.3328 43.5092 800	33,866.20	34,786.91 0.00	920.71
03/24/10 03/29/10 SELL	AUTOLIV INC COM 052800109 BARCLAYS CAPITAL LE 25.00 COMM 0.025/SHR	42.3327 53.4247 1,000	42,332.74	53,399.02 0.00	11,066.28
07/29/10 08/03/10 SELL	AUTOLIV INC COM 052800109 CS FIRST BOSTON CORP. 15.00 COMM 0.025/SHR	42.9254 56.9687 600	25,755.25	34,165.64 0.00	8,410.39
11/02/10 11/05/10 SELL	AUTOLIV INC COM 052800109 SIDOTI AND COMPANY, LLC 15.00 COMM 0.025/SHR	42.9254 72.01 600	25,755.25	43,190.26 0.00	17,435.01
12/03/10 12/08/10 SELL	AUTOLIV INC COM 052800109 INSTINET 7.50 COMM 0.025/SHR	42.9254 79.00 300	12,877.62	23,692.09 0.00	10,814.47
02/10/10 02/16/10 SELL	AUTONATION INC COM 05329W102 CANTOR FITZGERALD & CO. INC. 42.50 COMM 0.025/SHR	17.6216 18.1886 1,700	29,956.64	30,877.72 0.00	921.08
04/28/10 05/03/10 SELL	AUTONATION INC COM 05329W102 BARCLAYS CAPITAL LE 57.18 COMM 0.025/SHR	17.6216 20.3219 2,287	40,300.50	46,418.22 0.00	6,117.72

Danville Regional Foundation
 EIN: 20-3319727
 2010 Federal Form 990-PF

Statement 13

TRD DATE SYL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
04/29/10 05/04/10 SELL	AUTONATION INC COM 05329W102 BARCLAYS CAPITAL LE 37.83 COMM 0.025/SHR	17.6216 20.4872 1,513	26,661.41	30,958.77 0.00	4,297.36
07/29/10 08/03/10 SELL	AUTONATION INC COM 05329W102 CS FIRST BOSTON CORP. 38.23 COMM 0.025/SHR	17.6216 23.85 1,529	26,943.36	36,427.80 0.00	9,484.44
07/30/10 08/04/10 SELL	AUTONATION INC COM 05329W102 CS FIRST BOSTON CORP. 26.78 COMM 0.025/SHR	17.6216 24.3013 1,071	18,872.68	25,999.47 0.00	7,126.79
12/07/10 12/10/10 SELL	AUTONATION INC COM 05329W102 BERNSTEIN SANFORD C. & CO. 30.60 COMM 0.025/SHR	18.0926 26.6489 1,224	22,145.34	32,587.09 0.00	10,441.75
12/08/10 12/13/10 SELL	AUTONATION INC COM 05329W102 BERNSTEIN SANFORD C. & CO. 17.75 COMM 0.025/SHR	18.0926 26.2728 710	12,845.75	18,635.62 0.00	5,789.87
12/09/10 12/14/10 SELL	AUTONATION INC COM 05329W102 BERNSTEIN SANFORD C. & CO. 37.73 COMM 0.025/SHR	18.0926 26.2842 1,509	27,301.73	39,624.45 0.00	12,322.72
12/10/10 12/15/10 SELL	AUTONATION INC COM 05329W102 BERNSTEIN SANFORD C. & CO. 28.58 COMM 0.025/SHR	18.0926 26.4194 1,143	20,679.84	30,168.27 0.00	9,488.43
12/13/10 12/16/10 SELL	AUTONATION INC COM 05329W102 BERNSTEIN SANFORD C. & CO. 12.85 COMM 0.025/SHR	18.0926 26.6911 514	9,299.60	13,706.14 0.00	4,406.54

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
12/21/10 12/27/10 SELL	AUTONATION INC COM 05329W102 WEEDEN & COMPANY 53.88 COMM 0.025/SHR 1.01 FEE	18.0926 27.7154 2,155	38,989.55	59,671.80 0.00	20,682.25
12/22/10 12/28/10 SELL	AUTONATION INC COM 05329W102 WEEDEN & COMPANY 46.13 COMM 0.025/SHR 0.87 FEE	18.0926 28.0261 1,845	33,380.85	51,661.15 0.00	18,280.30
12/21/10 12/27/10 SELL	AUTOZONE INC COM 05332102 BARCLAYS CAPITAL LE 2.50 COMM 0.025/SHR 0.47 FEE	233.5054 272.3739 100	23,350.54	27,234.42 0.00	3,883.88
06/30/10 07/06/10 SELL	BALL CORP COM 058498106 CS FIRST BOSTON CORP. 5.00 COMM 0.025/SHR 0.18 FEE	47.7436 53.1284 200	9,548.71	10,620.50 0.00	1,071.79
12/21/10 12/27/10 SELL	BALL CORP COM 058498106 BARCLAYS CAPITAL LE 5.00 COMM 0.025/SHR 0.24 FEE	47.7436 68.8075 200	9,548.71	13,756.26 0.00	4,207.55
02/10/10 02/16/10 SELL	BED BATH & BEYOND INC COM 075896100 CANTOR FITZGERALD & CO. INC. 17.50 COMM 0.025/SHR 0.35 FEE	31.8236 38.8972 700	22,276.55	27,210.19 0.00	4,933.64
04/13/10 04/16/10 SELL	BED BATH & BEYOND INC COM 075896100 WEEDEN & COMPANY 32.50 COMM 0.025/SHR 1.00 FEE	31.8236 45.6877 1,300	41,370.74	59,360.51 0.00	17,989.77
05/26/10 06/01/10 SELL	BED BATH & BEYOND INC COM 075896100 CANTOR FITZGERALD & CO. INC. 17.50 COMM 0.025/SHR 0.53 FEE	31.8236 44.2219 700	22,276.54	30,937.30 0.00	8,660.76

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
10/05/10 10/08/10 SELL	BED BATH & BEYOND INC 075896100 CS FIRST BOSTON CORP. 17.50 COMM 0.025/SHR	32.774 43.842 700	22,941.80	30,671.38 0.00	7,729.58
02/10/10 02/16/10 SELL	BIG LOTS INC 089302103 CANTOR FITZGERALD & CO. INC. 25.00 COMM 0.025/SHR	28.7119 29.6573 1,000	28,711.88	29,631.92 0.00	920.04
03/10/10 03/15/10 SELL	BIG LOTS INC 089302103 UBS SECURITIES LLC 35.00 COMM 0.025/SHR	28.7119 35.8441 1,400	40,196.64	50,146.10 0.00	9,949.46
04/13/10 04/16/10 SELL	BIG LOTS INC 089302103 WEEDEN & COMPANY 25.00 COMM 0.025/SHR	28.7119 38.5438 1,000	28,711.88	38,518.15 0.00	9,806.27
04/28/10 05/03/10 SELL	BIG LOTS INC 089302103 BARCLAYS CAPITAL LE 17.50 COMM 0.025/SHR	28.7119 39.1739 700	20,098.32	27,403.76 0.00	7,305.44
11/04/10 11/09/10 SELL	BIG LOTS INC 089302103 CANTOR FITZGERALD & CO. INC. 24.75 COMM 0.025/SHR	29.0442 29.1945 990	28,753.79	28,877.32 0.00	123.53
11/05/10 11/10/10 SELL	BIG LOTS INC 089302103 CANTOR FITZGERALD & CO. INC. 25.20 COMM 0.025/SHR	29.0442 30.0015 1,008	29,276.58	30,215.79 0.00	939.21
11/08/10 11/12/10 SELL	BIG LOTS INC 089302103 CANTOR FITZGERALD & CO. INC. 24.58 COMM 0.025/SHR	29.0442 30.2103 983	28,550.48	29,671.63 0.00	1,121.15

Danville Regional Foundation

EIN: 20-3319727

2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
11/09/10 11/15/10 SELL	BIG LOTS INC 089302103 CANTOR FITZGERALD & CO- INC- 23.93 COMM 0.025/SHR	29.0442 30.1376 957	27,795.33	28,817.26 0.00	1,021.93
11/10/10 11/16/10 SELL	BIG LOTS INC 089302103 CANTOR FITZGERALD & CO- INC- 24.58 COMM 0.025/SHR	29.0442 29.9181 983	28,550.48	29,384.41 0.00	833.93
11/11/10 11/16/10 SELL	BIG LOTS INC 089302103 CANTOR FITZGERALD & CO- INC- 25.20 COMM 0.025/SHR	29.0442 30.1542 1,008	29,276.58	30,369.71 0.00	1,093.13
11/12/10 11/17/10 SELL	BIG LOTS INC 089302103 CANTOR FITZGERALD & CO- INC- 25.03 COMM 0.025/SHR	29.0442 29.9286 1,001	29,073.28	29,932.99 0.00	859.71
07/29/10 08/03/10 SELL	BIOMEN IDEC INC 09062X103 CS FIRST BOSTON CORP. 30.00 COMM 0.025/SHR	57.6404 55.8888 1,200	69,168.42	67,035.42 0.00	(2,133.00)
12/03/10 12/08/10 SELL	BIOMEN IDEC INC 09062X103 INSTINET 10.00 COMM 0.025/SHR	57.6404 66.90 400	23,056.14	26,749.54 0.00	3,693.40
11/18/10 11/23/10 SELL	BOSTON SCIENTIFIC CORP COM 101137107 BARCLAYS CAPITAL LE 95.00 COMM 0.025/SHR	5.6276 6.5531 3,800	21,384.88	24,806.35 0.00	3,421.47
12/21/10 12/27/10 SELL	BOSTON SCIENTIFIC CORP COM 101137107 BARCLAYS CAPITAL LE 185.00 COMM 0.025/SHR	5.6276 7.7005 7,400	41,644.25	56,797.73 0.00	15,153.48

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
03/10/10 03/15/10 SELL	BP PLC - ADR SPONSORED ADR 055622104 UBS SECURITIES LLC 22.50 COMM 0.025/SHR	63.1085 56.2216 900	56,797.64	50,576.29 0.00	(6,221.35)
07/29/10 08/03/10 SELL	BRISTOL MYERS SQUIBB CO 110122108 CS FIRST BOSTON CORP. 22.50 COMM 0.025/SHR	26.7733 25.0009 900	24,095.98	22,477.92 0.00	(1,618.06)
10/20/10 10/25/10 SELL	BRISTOL MYERS SQUIBB CO 110122108 BERNSTEIN SANFORD C. & CO. 270.00 COMM 0.025/SHR	26.7733 26.9869 10,800	289,151.71	291,183.59 0.00	2,031.88
07/29/10 08/03/10 SELL	BUNGE LIMITED G16962105 CS FIRST BOSTON CORP. 5.00 COMM 0.025/SHR	63.2688 46.8069 200	12,653.76	9,356.22 0.00	(3,297.54)
02/24/10 03/01/10 SELL	CAMPBELL SOUP CO 134429109 BARCLAYS CAPITAL LE 68.98 COMM 0.025/SHR	29.9704 33.0929 2,759	82,688.45	91,233.17 0.00	8,544.72
02/25/10 03/02/10 SELL	CAMPBELL SOUP CO 134429109 BARCLAYS CAPITAL LE 77.83 COMM 0.025/SHR	29.9704 33.1278 3,113	93,297.99	103,047.70 0.00	9,749.71
02/26/10 03/03/10 SELL	CAMPBELL SOUP CO 134429109 BARCLAYS CAPITAL LE 69.78 COMM 0.025/SHR	29.9704 33.3261 2,791	83,647.50	92,942.18 0.00	9,294.68
03/01/10 03/04/10 SELL	CAMPBELL SOUP CO 134429109 BARCLAYS CAPITAL LE 26.30 COMM 0.025/SHR	29.9704 33.3511 1,052	31,528.91	35,058.61 0.00	3,529.70

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
03/02/10 03/05/10 SELL	CAMPBELL SOUP CO 134429109 BARCLAYS CAPITAL LE 7.13 COMM 0.025/SHR	29.9705 33.7010 285	8,541.58	9,597.53 0.00	1,055.95
12/21/10 12/27/10 SELL	CAPITAL ONE FINANCIAL CORP 14040H105 BARCLAYS CAPITAL LE 20.00 COMM 0.025/SHR	41.7134 41.7348 800	33,370.69	33,367.27 0.00	(3.42)
12/21/10 12/27/10 SELL	CARDINAL HEALTH INC COM 14149Y108 BARCLAYS CAPITAL LE 22.50 COMM 0.025/SHR	36.3454 38.6525 900	32,710.83	34,764.16 0.00	2,053.33
04/28/10 05/03/10 SELL	CARMAX INC 143130102 BARCLAYS CAPITAL LE 30.00 COMM 0.025/SHR	25.0258 24.8711 1,200	30,030.94	29,814.81 0.00	(216.13)
06/30/10 07/06/10 SELL	CARMAX INC 143130102 CS FIRST BOSTON CORP. 32.50 COMM 0.025/SHR	23.9551 20.2419 1,300	31,141.57	26,281.52 0.00	(4,860.05)
07/29/10 08/03/10 SELL	CARMAX INC 143130102 CS FIRST BOSTON CORP. 50.00 COMM 0.025/SHR	23.3265 20.6482 2,000	46,652.90	41,245.70 0.00	(5,407.20)
10/05/10 10/08/10 SELL	CARMAX INC 143130102 CS FIRST BOSTON CORP. 42.50 COMM 0.025/SHR	23.3265 27.7639 1,700	39,654.98	47,155.33 0.00	7,500.35
11/18/10 11/23/10 SELL	CARMAX INC 143130102 BARCLAYS CAPITAL LE 17.50 COMM 0.025/SHR	23.3265 32.886 700	16,328.52	23,002.31 0.00	6,673.79

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
12/21/10 12/27/10 SELL	CARMAX INC COM 143130102 BARCLAYS CAPITAL LE 17.50 COMM 0.025/SHR	23.3264 32.5999 700	16,328.51	22,802.04 0.00	6,473.53
10/05/10 10/08/10 SELL	CELANESE CORP 150870103 CS FIRST BOSTON CORP. 15.00 COMM 0.025/SHR	23.0468 32.7597 600	13,828.07	19,640.48 0.00	5,812.41
12/21/10 12/27/10 SELL	CELANESE CORP 150870103 BARCLAYS CAPITAL LE 12.50 COMM 0.025/SHR	23.0468 40.856 500	11,523.39	20,415.15 0.00	8,891.76
01/06/10 01/11/10 SELL	CENOVUS ENERGY INC 15135U109 CS FIRST BOSTON CORP. 6.73 COMM 0.025/SHR	29.7181 26.1660 269	7,994.16	7,031.73 0.00	(962.43)
01/07/10 01/12/10 SELL	CENOVUS ENERGY INC 15135U109 CS FIRST BOSTON CORP. 9.85 COMM 0.025/SHR	29.7181 26.0095 394	11,708.92	10,237.62 0.00	(1,471.30)
01/08/10 01/13/10 SELL	CENOVUS ENERGY INC 15135U109 CS FIRST BOSTON CORP. 38.13 COMM 0.025/SHR	29.7181 26.0387 1,525	45,320.05	39,669.86 0.00	(5,650.19)
01/11/10 01/14/10 SELL	CENOVUS ENERGY INC 15135U109 CS FIRST BOSTON CORP. 8.90 COMM 0.025/SHR	29.7181 26.1873 356	10,579.63	9,313.54 0.00	(1,266.09)
01/12/10 01/15/10 SELL	CENOVUS ENERGY INC 15135U109 CS FIRST BOSTON CORP. 10.38 COMM 0.025/SHR	29.7181 25.6899 415	12,333.00	10,650.79 0.00	(1,682.21)

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
01/13/10 01/19/10 SELL	CENOVUS ENERGY INC 15135U109 CS FIRST BOSTON CORP. 15.25 COMM 0.025/SHR	29.7181 25.6819 610	18,128.02	15,650.51 0.00	(2,477.51)
01/14/10 01/20/10 SELL	CENOVUS ENERGY INC 15135U109 CS FIRST BOSTON CORP. 12.70 COMM 0.025/SHR	29.7181 25.8222 508	15,096.78	13,104.81 0.00	(1,991.97)
01/15/10 01/21/10 SELL	CENOVUS ENERGY INC 15135U109 CS FIRST BOSTON CORP. 1.78 COMM 0.025/SHR	29.7180 25.3694 71	2,109.98	1,799.42 0.00	(310.56)
01/20/10 01/25/10 SELL	CENOVUS ENERGY INC 15135U109 BARCLAYS CAPITAL LE 5.43 COMM 0.025/SHR	29.7181 24.2224 217	6,448.82	5,250.76 0.00	(1,198.06)
01/21/10 01/26/10 SELL	CENOVUS ENERGY INC 15135U109 BARCLAYS CAPITAL LE 2.68 COMM 0.025/SHR	29.7180 24.2663 107	3,179.83	2,593.77 0.00	(586.06)
01/22/10 01/27/10 SELL	CENOVUS ENERGY INC 15135U109 BARCLAYS CAPITAL LE 5.73 COMM 0.025/SHR	29.7181 23.9582 229	6,805.44	5,480.63 0.00	(1,324.81)
01/25/10 01/28/10 SELL	CENOVUS ENERGY INC 15135U109 BARCLAYS CAPITAL LE 11.80 COMM 0.025/SHR	29.7181 23.8939 472	14,026.94	11,265.97 0.00	(2,760.97)
01/26/10 01/29/10 SELL	CENOVUS ENERGY INC 15135U109 BARCLAYS CAPITAL LE 1.38 COMM 0.025/SHR	29.718 23.2465 55	1,634.49	1,277.16 0.00	(357.33)

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
01/27/10 02/01/10 SELL	CENOVUS ENERGY INC 15135U109 BARCLAYS CAPITAL LE 4.30 COMM 0.025/SHR	29.7181 23.2605 172	5,111.51	3,996.45 0.00	(1,115.06)
11/18/10 11/23/10 SELL	CEPHALON INC COM 156708109 BARCLAYS CAPITAL LE 10.00 COMM 0.025/SHR	59.7520 66.2006 400	23,900.81	26,469.79 0.00	2,568.98
10/20/10 10/25/10 SELL	CF INDS HLDGS INC COM 125269100 BARCLAYS CAPITAL LE 5.00 COMM 0.025/SHR	97.3915 115.5483 200	19,478.30	23,104.26 0.00	3,625.96
03/24/10 03/29/10 SELL	CHEVRON CORP 166764100 BARCLAYS CAPITAL LE 15.00 COMM 0.025/SHR	65.2647 74.52 600	39,158.84	44,576.43 0.00	5,417.59
04/28/10 05/03/10 SELL	CHEVRON CORP 166764100 BARCLAYS CAPITAL LE 15.00 COMM 0.025/SHR	65.2647 80.2235 600	39,158.84	48,118.28 0.00	8,959.44
08/27/10 09/01/10 SELL	CHEVRON CORP 166764100 BARCLAYS CAPITAL LE 15.00 COMM 0.025/SHR	65.2647 73.6036 300	19,579.42	22,073.20 0.00	2,493.78
12/03/10 12/08/10 SELL	CHUBB CORP 166764100 BARCLAYS CAPITAL LE 7.50 COMM 0.025/SHR	47.2009 58.4625 400	18,880.37	23,374.60 0.00	4,494.23
12/21/10 12/27/10 SELL	CHUBB CORP 171232101 INSTINET 10.00 COMM 0.025/SHR	47.2009 59.0524 700	33,040.65	41,318.48 0.00	8,277.83
	BARCLAYS CAPITAL LE 17.50 COMM 0.025/SHR				

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
01/06/10 01/11/10 SELL	CIGNA CORP 125509109 CS FIRST BOSTON CORP. 35.00 COMM 0.025/SHR	30.5277 36.884 1,400	42,738.76	51,601.27 0.00	8,862.51
03/24/10 03/29/10 SELL	CIGNA CORP 125509109 BARCLAYS CAPITAL LE 49.90 COMM 0.025/SHR	31.4857 36.4467 1,996	62,845.40	72,696.78 0.00	9,851.38
03/25/10 03/30/10 SELL	CIGNA CORP 125509109 BARCLAYS CAPITAL LE 30.10 COMM 0.025/SHR	31.4857 36.4098 1,204	37,908.75	43,806.74 0.00	5,897.99
11/18/10 11/23/10 SELL	CIGNA CORP 125509109 BARCLAYS CAPITAL LE 15.00 COMM 0.025/SHR	31.4857 36.7627 600	18,891.40	22,042.24 0.00	3,150.84
06/17/10 06/17/10 RGAIN	CLASS ACTION PROCEEDS 777777777	0.00 0.00 0	0.00	10,645.55 0.00	10,645.55
12/07/10 12/07/10 RGAIN	CLASS ACTION PROCEEDS 777777777	0.00 0.00 0	0.00	16,273.90 0.00	16,273.90
03/24/10 03/29/10 SELL	CLIFFS NAT RES INC 18683K101 BARCLAYS CAPITAL LE 10.00 COMM 0.025/SHR	49.0322 71.609 400	19,612.88	28,633.23 0.00	9,020.35
07/29/10 08/03/10 SELL	CLIFFS NAT RES INC 18683K101 CS FIRST BOSTON CORP. 5.00 COMM 0.025/SHR	49.877 55.9251 200	9,975.40	11,179.83 0.00	1,204.43

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
10/05/10 10/08/10 SELL	CLIFFS NAT RES INC 18683K101 CS FIRST BOSTON CORP. 7.50 COMM 0.025/SHR	49.8770 65.8361 300	14,963.09	19,742.99 0.00	4,779.90
11/18/10 11/23/10 SELL	COACH INC 189754104 BARCLAYS CAPITAL LE 10.00 COMM 0.025/SHR	52.5504 54.221 400	21,020.15	21,678.03 0.00	657.88
07/29/10 08/03/10 SELL	COMPUTER SCIENCES CORP 205363104 CS FIRST BOSTON CORP. 14.55 COMM 0.025/SHR	49.5565 45.3871 582	28,841.86	26,400.29 0.00	(2,441.57)
07/30/10 08/04/10 SELL	COMPUTER SCIENCES CORP 205363104 CS FIRST BOSTON CORP. 10.45 COMM 0.025/SHR	49.5565 45.1419 418	20,714.60	18,858.54 0.00	(1,856.06)
10/20/10 10/25/10 SELL	COMPUTER SCIENCES CORP 205363104 BARCLAYS CAPITAL LE 32.50 COMM 0.025/SHR	49.5565 49.5887 1,300	64,423.39	64,171.72 0.00	(251.67)
03/10/10 03/15/10 SELL	CONOCOPHILLIPS 20825C104 UBS SECURITIES LLC 20.00 COMM 0.025/SHR	59.5802 51.17 800	47,664.19	40,915.48 0.00	(6,748.71)
04/28/10 05/03/10 SELL	CONOCOPHILLIPS 20825C104 BARCLAYS CAPITAL LE 27.50 COMM 0.025/SHR	59.5802 58.257 1,100	65,538.27	64,054.11 0.00	(1,484.16)
06/30/10 07/06/10 SELL	CONOCOPHILLIPS 20825C104 CS FIRST BOSTON CORP. 10.00 COMM 0.025/SHR	59.5803 49.8276 400	23,832.10	19,920.70 0.00	(3,911.40)

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
07/15/10 07/20/10 SELL	CONSTELLATION ENERGY GROUP INC 210371100 BARCLAYS CAPITAL LE 58.18 COMM 0.025/SHR 1.32 FEE	31.3951 33.3323 2,327	73,056.45	77,504.76 0.00	4,448.31
07/16/10 07/21/10 SELL	CONSTELLATION ENERGY GROUP INC 210371100 BARCLAYS CAPITAL LE 26.75 COMM 0.025/SHR 0.60 FEE	31.3951 32.7922 1,070	33,592.78	35,060.30 0.00	1,467.52
07/19/10 07/22/10 SELL	CONSTELLATION ENERGY GROUP INC 210371100 BARCLAYS CAPITAL LE 27.58 COMM 0.025/SHR 0.62 FEE	31.3951 32.7273 1,103	34,628.82	36,070.01 0.00	1,441.19
07/29/10 08/03/10 SELL	CREDIT SUISSE GROUP - ADR SPONSORED ADR 225401108 CS FIRST BOSTON CORP. 16.00 COMM 0.025/SHR 0.50 FEE	52.8923 45.7762 640	33,851.05	29,280.27 0.00	(4,570.78)
07/30/10 08/04/10 SELL	CREDIT SUISSE GROUP - ADR SPONSORED ADR 225401108 CS FIRST BOSTON CORP. 11.50 COMM 0.025/SHR 0.36 FEE	52.8923 45.4366 460	24,330.44	20,888.98 0.00	(3,441.46)
02/10/10 02/16/10 SELL	CUMMINS INC. 231021106 CANTOR FITZGERALD & CO. INC. 22.50 COMM 0.025/SHR 0.60 FEE	33.3217 52.0461 900	29,989.49	46,818.39 0.00	16,828.90
03/24/10 03/29/10 SELL	CUMMINS INC. 231021106 BARCLAYS CAPITAL LE 20.00 COMM 0.025/SHR 0.64 FEE	33.3217 62.2446 800	26,657.33	49,775.04 0.00	23,117.71
04/28/10 05/03/10 SELL	CUMMINS INC. 231021106 BARCLAYS CAPITAL LE 12.50 COMM 0.025/SHR 0.63 FEE	33.3217 73.7495 500	16,660.83	36,861.62 0.00	20,200.79

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
10/05/10 10/08/10 SELL	CUMMINS INC. 231021106 CS FIRST BOSTON CORP. 12.50 COMM 0.025/SHR	33.3217 91.7248 500	16,660.83	45,849.12 0.00	29,188.29
12/03/10 12/08/10 SELL	CUMMINS INC. 231021106 INSTINET 5.00 COMM 0.025/SHR	33.3217 103.155 200	6,664.33	20,625.65 0.00	13,961.32
10/20/10 10/25/10 SELL	DECKERS OUTDOOR CORP 243537107 BARCLAYS CAPITAL LE 15.00 COMM 0.025/SHR	49.7034 52.9094 600	29,822.05	31,730.10 0.00	1,908.05
11/18/10 11/23/10 SELL	DECKERS OUTDOOR CORP 243537107 BARCLAYS CAPITAL LE 7.50 COMM 0.025/SHR	49.7034 63.5502 300	14,911.02	19,057.23 0.00	4,146.21
12/03/10 12/08/10 SELL	DECKERS OUTDOOR CORP 243537107 INSTINET 17.50 COMM 0.025/SHR	49.7034 79.4143 700	34,792.38	55,571.57 0.00	20,779.19
12/21/10 12/27/10 SELL	DECKERS OUTDOOR CORP 243537107 BARCLAYS CAPITAL LE 10.00 COMM 0.025/SHR	49.7034 85.3211 400	19,881.37	34,117.86 0.00	14,236.49
04/13/10 04/16/10 SELL	DEVRY INC DEL COM 251893103 WEEDEN & COMPANY 17.50 COMM 0.025/SHR	60.4006 70.7883 700	42,280.41	49,533.47 0.00	7,253.06
07/15/10 07/20/10 SELL	DEVRY INC DEL COM 251893103 BARCLAYS CAPITAL LE 44.63 COMM 0.025/SHR	60.4006 52.3375 1,785	107,815.06	93,376.23 0.00	(14,438.83)

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
07/16/10 07/21/10 SELL	DEVRY INC DEL COM 251893103 BARCLAYS CAPITAL LE 31.48 COMM 0.025/SHR	60.4006 52.9728 1,259	76,044.33	66,660.15 0.00	(9,384.18)
07/19/10 07/22/10 SELL	DEVRY INC DEL COM 251893103 BARCLAYS CAPITAL LE 18.90 COMM 0.025/SHR	60.4006 55.3023 756	45,662.86	41,788.93 0.00	(3,873.93)
02/10/10 02/16/10 SELL	DOLBY LABORATORIES INC 25659T107 CANTOR FITZGERALD & CO. INC. 27.50 COMM 0.025/SHR	35.3302 52.2912 1,100	38,863.20	57,492.08 0.00	18,628.88
04/28/10 05/03/10 SELL	DOLBY LABORATORIES INC 25659T107 BARCLAYS CAPITAL LE 27.50 COMM 0.025/SHR	35.3302 61.8846 1,100	38,863.20	68,044.40 0.00	29,181.20
05/26/10 06/01/10 SELL	DOLBY LABORATORIES INC 25659T107 CANTOR FITZGERALD & CO. INC. 30.00 COMM 0.025/SHR	35.3302 63.8647 1,200	42,396.22	76,606.34 0.00	34,210.12
07/29/10 08/03/10 SELL	DOLBY LABORATORIES INC 25659T107 CS FIRST BOSTON CORP. 13.18 COMM 0.025/SHR	37.8720 65.2902 527	19,958.54	34,394.17 0.00	14,435.63
07/30/10 08/04/10 SELL	DOLBY LABORATORIES INC 25659T107 CS FIRST BOSTON CORP. 9.33 COMM 0.025/SHR	37.8720 63.2942 373	14,126.25	23,599.01 0.00	9,472.76
10/20/10 10/25/10 SELL	DOLBY LABORATORIES INC 25659T107 BARCLAYS CAPITAL LE 22.50 COMM 0.025/SHR	40.0167 60.4825 900	36,015.01	54,410.83 0.00	18,395.82

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
12/03/10 12/08/10 SELL	DOLBY LABORATORIES INC 25659T107 INSTINET 7.50 COMM 0.025/SHR	40.0167 65.0933 300	12,005.01	19,520.15 0.00	7,515.14
02/10/10 02/16/10 SELL	DOLLAR TREE INC 256746108 CANTOR FITZGERALD & CO. INC. 17.50 COMM 0.025/SHR	40.5625 47.8098 700	28,393.76	33,448.93 0.00	5,055.17
03/10/10 03/15/10 SELL	DOLLAR TREE INC 256746108 UBS SECURITIES LLC 17.50 COMM 0.025/SHR	40.5625 56.244 700	28,393.76	39,352.79 0.00	10,959.03
04/28/10 05/03/10 SELL	DOLLAR TREE INC 256746108 BARCLAYS CAPITAL LE 27.50 COMM 0.025/SHR	40.5625 61.0722 1,100	44,618.78	67,150.78 0.00	22,532.00
06/30/10 07/06/10 SELL	DOLLAR TREE INC 256746108 CS FIRST BOSTON CORP. 20.00 COMM 0.025/SHR	27.0417 41.7943 800	21,633.34	33,414.87 0.00	11,781.53
11/18/10 11/23/10 SELL	DOLLAR TREE INC 256746108 BARCLAYS CAPITAL LE 15.00 COMM 0.025/SHR	27.0417 56.2956 600	16,225.01	33,761.78 0.00	17,536.77
02/10/10 02/16/10 SELL	DOW CHEMICAL CO 260543103 CANTOR FITZGERALD & CO. INC. 10.00 COMM 0.025/SHR	26.4864 27.55 400	10,594.56	11,009.86 0.00	415.30
11/18/10 11/23/10 SELL	DOW CHEMICAL CO 260543103 BARCLAYS CAPITAL LE 10.00 COMM 0.025/SHR	26.8708 31.3698 400	10,748.32	12,537.70 0.00	1,789.38

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
12/21/10 12/27/10 SELL	DOW CHEMICAL CO 260543103 BARCLAYS CAPITAL LE 7.50 COMM 0.025/SHR	26.8708 34.1484 300	8,061.24	10,236.84 0.00	2,175.60
05/12/10 05/17/10 SELL	DTE ENERGY CO COM 233331107 CS FIRST BOSTON CORP. 44.78 COMM 0.025/SHR	43.0423 48.0184 1,791	77,088.80	85,954.71 0.00	8,865.91
05/13/10 05/18/10 SELL	DTE ENERGY CO COM 233331107 CS FIRST BOSTON CORP. 30.23 COMM 0.025/SHR	43.0423 48.0061 1,209	52,038.17	58,008.15 0.00	5,969.98
04/28/10 05/03/10 SELL	DU PONT E I DE NEMOURS & CO 263534109 BARCLAYS CAPITAL LE 10.00 COMM 0.025/SHR	32.6867 39.5245 400	13,074.66	15,799.53 0.00	2,724.87
07/29/10 08/03/10 SELL	DU PONT E I DE NEMOURS & CO 263534109 CS FIRST BOSTON CORP. 5.83 COMM 0.025/SHR	32.6867 40.4171 233	7,615.99	9,411.19 0.00	1,795.20
07/30/10 08/04/10 SELL	DU PONT E I DE NEMOURS & CO 263534109 CS FIRST BOSTON CORP. 4.18 COMM 0.025/SHR	32.6866 40.6489 167	5,458.67	6,784.07 0.00	1,325.40
12/21/10 12/27/10 SELL	DU PONT E I DE NEMOURS & CO 263534109 BARCLAYS CAPITAL LE 5.00 COMM 0.025/SHR	32.6866 49.918 200	6,537.32	9,978.43 0.00	3,441.11
10/05/10 10/08/10 SELL	EASTMAN CHEM CO COM 277432100 CS FIRST BOSTON CORP. 7.50 COMM 0.025/SHR	43.7413 75.7006 300	13,122.38	22,702.29 0.00	9,579.91

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
01/20/10 01/25/10 SELL	EATON CORP 278058102 BARCLAYS CAPITAL LE 17.50 COMM 0.025/SHR	67.0575 75.9695 700	46,940.23	47,560.54 0.00	620.31
03/24/10 03/29/10 SELL	EATON CORP 278058102 BARCLAYS CAPITAL LE 17.50 COMM 0.025/SHR	67.0575 75.3276 700	46,940.23	52,711.15 0.00	5,770.92
07/29/10 08/03/10 SELL	EATON CORP 278058102 CS FIRST BOSTON CORP. 7.50 COMM 0.025/SHR	67.0279 77.2297 300	20,108.37	23,161.01 0.00	3,052.64
11/18/10 11/23/10 SELL	EATON CORP 278058102 BARCLAYS CAPITAL LE 7.50 COMM 0.025/SHR	67.0279 95.024 300	20,108.36	28,499.21 0.00	8,390.85
12/03/10 12/08/10 SELL	EATON CORP 278058102 INSTINET 5.00 COMM 0.025/SHR	67.0279 99.3325 200	13,405.58	19,861.16 0.00	6,455.58
12/21/10 12/27/10 SELL	EDISON INTL COM 281020107 BARCLAYS CAPITAL LE 12.50 COMM 0.025/SHR	41.1837 38.9614 500	20,591.85	19,467.87 0.00	(1,123.98)
03/24/10 03/29/10 SELL	ELI LILLY & CO COM 532457108 BARCLAYS CAPITAL LE 55.00 COMM 0.025/SHR	30.9675 36.3122 2,200	68,128.44	79,830.82 0.00	11,702.38
05/12/10 05/17/10 SELL	ELI LILLY & CO COM 532457108 BARCLAYS CAPITAL LE 104.13 COMM 0.025/SHR	30.9675 34.6968 4,165	128,979.52	144,405.59 0.00	15,426.07

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
05/13/10 05/18/10 SELL	ELI LILLY & CO COM 532457108 BARCLAYS CAPITAL LE 99.23 COMM 0.025/SHR	30.9675 34.6562 3,989	122,909.90	137,448.90 0.00	14,539.00
05/14/10 05/19/10 SELL	ELI LILLY & CO COM 532457108 BARCLAYS CAPITAL LE 11.65 COMM 0.025/SHR	30.9675 33.9561 466	14,430.84	15,811.62 0.00	1,380.78
03/10/10 03/15/10 SELL	ENCANA CORP 292505104 UBS SECURITIES LLC 35.00 COMM 0.025/SHR	33.3646 34.4327 1,400	46,710.39	48,170.16 0.00	1,459.77
05/26/10 06/01/10 SELL	ENCANA CORP 292505104 CANTOR FITZGERALD & CO. INC.- 27.50 COMM 0.025/SHR	33.3646 29.6772 1,100	36,701.02	32,616.86 0.00	(4,084.16)
06/30/10 07/06/10 SELL	ENCANA CORP 292505104 CS FIRST BOSTON CORP. 20.00 COMM 0.025/SHR	33.3646 30.5811 800	26,691.65	24,444.46 0.00	(2,247.19)
06/30/10 07/06/10 SELL	ENI SPA - ADR SPONSORED ADR 268748108 CS FIRST BOSTON CORP. 20.00 COMM 0.025/SHR	57.7880 37.0545 800	46,230.37	29,623.09 0.00	(16,607.28)
03/10/10 03/15/10 SELL	ENSCO INTERNATIONAL PLC 293580109 UBS SECURITIES LLC 40.00 COMM 0.025/SHR	41.9344 45.3134 1,600	67,095.00	72,460.51 0.00	5,365.51
04/28/10 05/03/10 SELL	ENSCO INTERNATIONAL PLC 293580109 BARCLAYS CAPITAL LE 30.00 COMM 0.025/SHR	41.9344 50.1907 1,200	50,321.25	60,197.82 0.00	9,876.57

Danville Regional Foundation

EIN: 20-3319727

2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
06/30/10 07/06/10 SELL	ENSCO INTERNATIONAL PLC 29358Q109 CS FIRST BOSTON CORP. 20.00 COMM 0.025/SHR	41.2534 39.6855 800	33,002.73	31,727.86 0.00	(1,274.87)
12/21/10 12/27/10 SELL	ENSCO INTERNATIONAL PLC 29358Q109 BARCLAYS CAPITAL LE 10.00 COMM 0.025/SHR	41.2534 52.2783 400	16,501.36	20,900.96 0.00	4,399.60
04/13/10 04/16/10 SELL	EXXON MOBIL CORPORATION 30231G102 WEEDEN & COMPANY 17.50 COMM 0.025/SHR	85.9255 68.2904 700	60,147.84	47,784.97 0.00	(12,362.87)
06/30/10 07/06/10 SELL	EXXON MOBIL CORPORATION 30231G102 CS FIRST BOSTON CORP. 12.50 COMM 0.025/SHR	85.9255 56.9892 500	42,962.75	28,481.61 0.00	(14,481.14)
04/28/10 05/03/10 SELL	FAMILY DLR STORES INC 30700Q109 BARCLAYS CAPITAL LE 20.00 COMM 0.025/SHR	38.8470 39.2116 800	31,077.56	31,348.74 0.00	271.18
05/26/10 06/01/10 SELL	FAMILY DLR STORES INC 30700Q109 CANTOR FITZGERALD & CO. INC. 17.50 COMM 0.025/SHR	38.8469 41.3459 700	27,192.86	28,924.14 0.00	1,731.28
07/29/10 08/03/10 SELL	FAMILY DLR STORES INC 30700Q109 CS FIRST BOSTON CORP. 27.50 COMM 0.025/SHR	38.6040 40.8172 1,100	42,464.36	44,870.66 0.00	2,406.30
12/03/10 12/08/10 SELL	FLUOR CORP NEW 343412102 INSTINET 17.50 COMM 0.025/SHR	46.8633 60.8114 700	32,804.29	42,549.76 0.00	9,745.47

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
01/06/10 01/11/10 SELL	FORD MOTOR COMPANY 345370860 CS FIRST BOSTON CORP. 130.00 COMM 0.025/SHR	8.8431 11.3631 5,200	45,984.12	58,956.60 0.00	12,972.48
02/10/10 02/16/10 SELL	FORD MOTOR COMPANY 345370860 CANTOR FITZGERALD & CO. INC. 82.50 COMM 0.025/SHR	8.8431 10.9972 3,300	29,182.23	36,207.79 0.00	7,025.56
04/13/10 04/16/10 SELL	FORD MOTOR COMPANY 345370860 WEEDEN & COMPANY 107.50 COMM 0.025/SHR	8.8431 12.7585 4,300	38,025.33	54,753.12 0.00	16,727.79
04/28/10 05/03/10 SELL	FORD MOTOR COMPANY 345370860 BARCLAYS CAPITAL LE 67.50 COMM 0.025/SHR	8.8431 12.9798 2,700	23,876.37	34,977.36 0.00	11,100.99
07/29/10 08/03/10 SELL	FORD MOTOR COMPANY 345370860 CS FIRST BOSTON CORP. 107.50 COMM 0.025/SHR	9.2131 12.9266 4,300	39,616.31	55,475.94 0.00	15,859.63
10/20/10 10/25/10 SELL	FORD MOTOR COMPANY 345370860 BARCLAYS CAPITAL LE 80.00 COMM 0.025/SHR	9.5933 13.4621 3,200	30,698.66	42,997.99 0.00	12,299.33
11/18/10 11/23/10 SELL	FORD MOTOR COMPANY 345370860 BARCLAYS CAPITAL LE 52.50 COMM 0.025/SHR	9.5933 16.4297 2,100	20,145.99	34,449.28 0.00	14,303.29
03/24/10 03/29/10 SELL	FOREST LABS INC 345838106 BARCLAYS CAPITAL LE 19.35 COMM 0.025/SHR	25.5145 31.5970 774	19,748.25	24,436.41 0.00	4,688.16

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
03/25/10 03/30/10 SELL	FOREST LABS INC 345838106 BARCLAYS CAPITAL LE 23.15 COMM 0.025/SHR 0.37 FEE	25.5145 31.3033 926	23,626.47	28,963.34 0.00	5,336.87
04/28/10 05/03/10 SELL	FOREST LABS INC 345838106 BARCLAYS CAPITAL LE 138.65 COMM 0.025/SHR 2.54 FEE	25.5145 27.0662 5,546	141,503.64	149,967.96 0.00	8,464.32
04/29/10 05/04/10 SELL	FOREST LABS INC 345838106 BARCLAYS CAPITAL LE 105.38 COMM 0.025/SHR 1.94 FEE	25.5145 27.1972 4,215	107,543.78	114,528.88 0.00	6,985.10
07/29/10 08/03/10 SELL	FRANKLIN RESOURCES INC 354613101 CS FIRST BOSTON CORP. 10.00 COMM 0.025/SHR 0.67 FEE	66.0336 98.6718 400	26,413.42	39,458.05 0.00	13,044.63
11/02/10 11/05/10 SELL	FRANKLIN RESOURCES INC 354613101 SIDOTI AND COMPANY, LLC 10.00 COMM 0.025/SHR 0.81 FEE	66.0336 118.6725 400	26,413.42	47,458.19 0.00	21,044.77
04/13/10 04/16/10 SELL	GAP INC 364760108 WEEDEN & COMPANY 90.00 COMM 0.025/SHR 1.52 FEE	22.7722 24.9719 3,600	81,979.92	89,807.32 0.00	7,827.40
07/15/10 07/20/10 SELL	GAP INC 364760108 BERNSTEIN SANFORD C. & CO. 247.50 COMM 0.025/SHR 3.10 FEE	22.7722 18.5258 9,900	225,444.78	183,154.82 0.00	(42,289.96)
11/18/10 11/23/10 SELL	GILEAD SCIENCES INC 375558103 BARCLAYS CAPITAL LE 25.00 COMM 0.025/SHR 0.65 FEE	44.8090 38.3094 1,000	44,808.95	38,283.75 0.00	(6,525.20)

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
03/24/10 03/29/10 SELL	GLAXOSMITHKLINE PLC - ADR SPONSORED ADR 37733W105 BARCLAYS CAPITAL LE 52.35 COMM 0.025/SHR	40.2874 38.6443 2,094	84,361.71	80,867.78 0.00	(3,493.93)
03/25/10 03/30/10 SELL	GLAXOSMITHKLINE PLC - ADR SPONSORED ADR 37733W105 BARCLAYS CAPITAL LE 10.15 COMM 0.025/SHR	40.2873 38.6732 406	16,356.66	15,690.97 0.00	(665.69)
08/27/10 09/01/10 SELL	GLAXOSMITHKLINE PLC - ADR SPONSORED ADR 37733W105 BARCLAYS CAPITAL LE 17.50 COMM 0.025/SHR	40.2873 37.7731 700	28,201.14	26,423.22 0.00	(1,777.92)
07/29/10 08/03/10 SELL	GOLDMAN SACHS GROUP INC 38141G104 CS FIRST BOSTON CORP. 4.40 COMM 0.025/SHR	147.0689 148.6701 176	25,884.12	26,161.09 0.00	276.97
07/30/10 08/04/10 SELL	GOLDMAN SACHS GROUP INC 38141G104 CS FIRST BOSTON CORP. 3.10 COMM 0.025/SHR	147.0689 151.9603 124	18,236.54	18,839.66 0.00	603.12
12/21/10 12/27/10 SELL	GOLDMAN SACHS GROUP INC 38141G104 BARCLAYS CAPITAL LE 7.50 COMM 0.025/SHR	147.0689 168.0048 300	44,120.66	50,393.08 0.00	6,272.42
01/20/10 01/25/10 SELL	HARSCO CORP 415864107 BARCLAYS CAPITAL LE 35.00 COMM 0.025/SHR	34.4427 34.0838 1,400	48,219.77	47,681.71 0.00	(538.06)
06/09/10 06/14/10 SELL	HARSCO CORP 415864107 CANTOR FITZGERALD & CO. INC. 12.68 COMM 0.025/SHR	34.4427 25.6432 507	17,462.44	12,988.20 0.00	(4,474.24)

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
06/10/10 06/15/10 SELL	HARSCO CORP 415864107 CANTOR FITZGERALD & CO. INC. 28.88 COMM 0.025/SHR	34.4427 25.8882 1,155	39,781.31	29,871.48 0.00	(9,909.83)
06/11/10 06/16/10 SELL	HARSCO CORP 415864107 CANTOR FITZGERALD & CO. INC. 15.75 COMM 0.025/SHR	34.4427 25.9129 630	21,698.89	16,309.10 0.00	(5,389.79)
06/14/10 06/17/10 SELL	HARSCO CORP 415864107 CANTOR FITZGERALD & CO. INC. 28.08 COMM 0.025/SHR	34.4427 26.5288 1,123	38,679.14	29,763.25 0.00	(8,915.89)
06/15/10 06/18/10 SELL	HARSCO CORP 415864107 CANTOR FITZGERALD & CO. INC. 7.13 COMM 0.025/SHR	34.4427 26.4191 285	9,816.17	7,522.18 0.00	(2,293.99)
06/30/10 07/06/10 SELL	HARSCO CORP 415864107 CS FIRST BOSTON CORP. 43.83 COMM 0.025/SHR	34.4427 23.9904 1,753	60,378.04	42,010.62 0.00	(18,367.42)
07/01/10 07/07/10 SELL	HARSCO CORP 415864107 CS FIRST BOSTON CORP. 34.83 COMM 0.025/SHR	34.4427 23.4715 1,393	47,978.66	32,660.41 0.00	(15,318.25)
07/02/10 07/08/10 SELL	HARSCO CORP 415864107 CS FIRST BOSTON CORP. 4.73 COMM 0.025/SHR	34.4426 23.4114 189	6,509.66	4,419.94 0.00	(2,089.72)
07/06/10 07/09/10 SELL	HARSCO CORP 415864107 CS FIRST BOSTON CORP. 7.10 COMM 0.025/SHR	34.4427 23.6729 284	9,781.73	6,715.88 0.00	(3,065.85)

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
07/07/10 07/12/10 SELL	HARSCO CORP 415864107 CS FIRST BOSTON CORP. 29.53 COMM 0.025/SHR	34.4427 23.7957 1,181	40,676.83	28,072.71 0.00	(12,604.12)
04/28/10 05/03/10 SELL	HASBRO INC 418056107 BARCLAYS CAPITAL LE 35.00 COMM 0.025/SHR	36.8165 39.0792 1,400	51,543.13	54,674.95 0.00	3,131.82
06/30/10 07/06/10 SELL	HASBRO INC 418056107 CS FIRST BOSTON CORP. 25.00 COMM 0.025/SHR	36.8165 41.8505 1,000	36,816.52	41,824.79 0.00	5,008.27
07/29/10 08/03/10 SELL	HASBRO INC 418056107 CS FIRST BOSTON CORP. 7.15 COMM 0.025/SHR	37.2965 41.3770 286	10,666.81	11,826.47 0.00	1,159.66
07/30/10 08/04/10 SELL	HASBRO INC 418056107 CS FIRST BOSTON CORP. 5.35 COMM 0.025/SHR	37.2965 42.1340 214	7,981.46	9,011.17 0.00	1,029.71
07/29/10 08/03/10 SELL	HEWLETT PACKARD CO 428236103 CS FIRST BOSTON CORP. 20.00 COMM 0.025/SHR	40.2181 46.6549 800	32,174.51	37,303.28 0.00	5,128.77
11/02/10 11/05/10 SELL	HEWLETT PACKARD CO 428236103 SIDOTI AND COMPANY, LLC 27.50 COMM 0.025/SHR	39.9892 42.8003 1,100	43,988.14	47,052.03 0.00	3,063.89
07/29/10 08/03/10 SELL	HUMANA INC 444859102 CS FIRST BOSTON CORP. 12.50 COMM 0.025/SHR	48.0696 45.7204 500	24,034.78	22,847.31 0.00	(1,187.47)

Danville Regional Foundation

EIN: 20-3319727

2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
11/02/10 11/05/10 SELL	HUMANA INC 444859102 SIDOTI AND COMPANY, LLC 15.00 COMM 0.025/SHR 0.62 FEE	48.0696 60.94 600	28,841.73	36,548.38 0.00	7,706.65
11/18/10 11/23/10 SELL	HUMANA INC 444859102 BARCLAYS CAPITAL LE 10.00 COMM 0.025/SHR 0.39 FEE	48.0696 56.3487 400	19,227.82	22,529.09 0.00	3,301.27
02/24/10 03/01/10 SELL	INTEGRYS ENERGY GROUP INCORPORATED 45822P105 BARCLAYS CAPITAL LE 12.50 COMM 0.025/SHR 0.29 FEE	35.8425 44.5915 500	17,921.23	22,282.96 0.00	4,361.73
04/28/10 05/03/10 SELL	INTEL CORP 458140100 BARCLAYS CAPITAL LE 72.50 COMM 0.025/SHR 1.14 FEE	19.3889 23.1244 2,900	56,227.71	66,987.12 0.00	10,759.41
07/29/10 08/03/10 SELL	INTEL CORP 458140100 CS FIRST BOSTON CORP. 82.50 COMM 0.025/SHR 1.17 FEE	19.4276 20.9415 3,300	64,110.94	69,023.28 0.00	4,912.34
09/13/10 09/16/10 SELL	INTEL CORP 458140100 BARCLAYS CAPITAL LE 455.00 COMM 0.025/SHR 5.67 FEE	19.4276 18.414 18,200	353,581.55	334,674.13 0.00	(18,907.42)
05/26/10 06/01/10 SELL	INTERNATIONAL BUSINESS MACHS CORP 459200101 CANTOR FITZGERALD & CO. INC. 12.50 COMM 0.025/SHR 1.06 FEE	107.8378 125.257 500	53,918.88	62,614.94 0.00	8,696.06
07/29/10 08/03/10 SELL	INTERNATIONAL BUSINESS MACHS CORP 459200101 CS FIRST BOSTON CORP. 10.00 COMM 0.025/SHR 0.87 FEE	109.7812 127.8623 400	43,912.48	51,134.05 0.00	7,221.57

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
10/20/10 10/25/10 SELL	INTERNATIONAL BUSINESS MACHS CORP COM 459200101 BARCLAYS CAPITAL LE 12.50 COMM 0.025/SHR 1.18 FEE	109.7812 138.4853 500	54,890.60	69,228.97 0.00	14,338.37
11/18/10 11/23/10 SELL	INTERNATIONAL PAPER CO 460146103 BARCLAYS CAPITAL LE 15.00 COMM 0.025/SHR 0.26 FEE	15.4734 25.0313 600	9,284.04	15,003.52 0.00	5,719.48
11/02/10 11/05/10 SELL	INTUIT COM 461202103 SIDOTI AND COMPANY, LLC 35.00 COMM 0.025/SHR 1.15 FEE	44.163 48.54 1,400	61,828.20	67,919.85 0.00	6,091.65
02/10/10 02/16/10 SELL	ITT EDL SVCS INC COM 45068B109 CANTOR FITZGERALD & CO. INC. 12.50 COMM 0.025/SHR 0.60 FEE	89.5528 93.9467 500	44,776.39	46,960.25 0.00	2,183.86
02/24/10 03/01/10 SELL	ITT EDL SVCS INC COM 45068B109 BARCLAYS CAPITAL LE 10.00 COMM 0.025/SHR 0.54 FEE	89.5528 105.8367 400	35,821.10	42,324.14 0.00	6,503.04
04/28/10 05/03/10 SELL	ITT EDL SVCS INC COM 45068B109 BARCLAYS CAPITAL LE 10.00 COMM 0.025/SHR 0.76 FEE	89.5528 111.1672 400	35,821.11	44,456.12 0.00	8,635.01
08/27/10 09/01/10 SELL	ITT EDL SVCS INC COM 45068B109 BARCLAYS CAPITAL LE 60.48 COMM 0.025/SHR 2.22 FEE	85.3917 54.141 2,419	206,562.45	130,904.38 0.00	(75,658.07)
08/30/10 09/02/10 SELL	ITT EDL SVCS INC COM 45068B109 BARCLAYS CAPITAL LE 12.03 COMM 0.025/SHR 0.45 FEE	85.3916 55.2281 481	41,073.38	26,552.24 0.00	(14,521.14)

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
03/24/10 03/29/10 SELL	JOHNSON & JOHNSON 478160104 BARCLAYS CAPITAL LE 25.00 COMM 0.025/SHR	60.6498 65.01 1,000	60,649.78	64,984.17 0.00	4,334.39
07/29/10 08/03/10 SELL	JOHNSON & JOHNSON 478160104 CS FIRST BOSTON CORP. 120.00 COMM 0.025/SHR	60.6498 57.8777 4,800	291,118.93	277,688.26 0.00	(13,430.67)
02/10/10 02/16/10 SELL	JOHNSON CONTROLS INC 478366107 CANTOR FITZGERALD & CO. INC. 30.00 COMM 0.025/SHR	21.5772 27.9185 1,200	25,892.62	33,471.77 0.00	7,579.15
03/24/10 03/29/10 SELL	JOHNSON CONTROLS INC 478366107 BARCLAYS CAPITAL LE 37.50 COMM 0.025/SHR	21.5772 33.0109 1,500	32,365.76	49,478.22 0.00	17,112.46
11/18/10 11/23/10 SELL	JOHNSON CONTROLS INC 478366107 BARCLAYS CAPITAL LE 27.50 COMM 0.025/SHR	22.3211 37.2403 1,100	24,553.16	40,936.13 0.00	16,382.97
03/24/10 03/29/10 SELL	JOY GLOBAL INC 481165108 BARCLAYS CAPITAL LE 20.00 COMM 0.025/SHR	22.0278 58.4082 800	17,622.27	46,705.96 0.00	29,083.69
09/13/10 09/16/10 SELL	JOY GLOBAL INC 481165108 UBS SECURITIES LLC 20.00 COMM 0.025/SHR	24.8629 65.9448 800	19,890.33	52,734.94 0.00	32,844.61
11/18/10 11/23/10 SELL	JOY GLOBAL INC 481165108 BARCLAYS CAPITAL LE 7.50 COMM 0.025/SHR	24.8629 76.1691 300	7,458.87	22,842.84 0.00	15,383.97

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
12/21/10 12/27/10 SELL	JOY GLOBAL INC 481165108 BARCLAYS CAPITAL LE 10.00 COMM 0.025/SHR	24.8629 86.002 400	9,945.17	34,390.21 0.00	24,445.04
07/29/10 08/03/10 SELL	JPMORGAN CHASE & CO 46625H100 CS FIRST BOSTON CORP. 22.50 COMM 0.025/SHR	40.9196 40.1726 900	36,827.67	36,132.22 0.00	(695.45)
12/21/10 12/27/10 SELL	JPMORGAN CHASE & CO 46625H100 BARCLAYS CAPITAL LE 25.00 COMM 0.025/SHR	40.3991 40.606 1,000	40,399.10	40,580.31 0.00	181.21
03/24/10 03/29/10 SELL	KBR INC 48242W106 BERNSTEIN SANFORD C. & CO. 72.50 COMM 0.025/SHR	16.1055 22.1483 2,900	46,705.84	64,156.75 0.00	17,450.91
12/03/10 12/08/10 SELL	KBR INC 48242W106 INSTINET 30.00 COMM 0.025/SHR	16.1055 29.1438 1,200	19,326.56	34,941.96 0.00	15,615.40
02/10/10 02/16/10 SELL	KIMBERLY CLARK CORP COM 494368103 CANTOR FITZGERALD & CO. INC. 81.10 COMM 0.025/SHR	51.8194 58.8508 3,244	168,102.04	190,828.47 0.00	22,726.43
02/11/10 02/17/10 SELL	KIMBERLY CLARK CORP COM 494368103 CANTOR FITZGERALD & CO. INC. 27.35 COMM 0.025/SHR	51.8194 59.0387 1,094	56,690.39	64,560.16 0.00	7,869.77
02/12/10 02/18/10 SELL	KIMBERLY CLARK CORP COM 494368103 CANTOR FITZGERALD & CO. INC. 11.55 COMM 0.025/SHR	51.8194 58.8158 462	23,940.55	27,161.00 0.00	3,220.45

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
10/05/10 10/08/10 SELL	LEGGETT & PLATT INC 524660107 CS FIRST BOSTON CORP. 42.50 COMM 0.025/SHR	23.8245 23.4736 1,700	40,501.57	39,861.94 0.00	(639.63)
11/04/10 11/09/10 SELL	LEGGETT & PLATT INC 524660107 CANTOR FITZGERALD & CO. INC. 62.30 COMM 0.025/SHR	23.8245 20.5261 2,492	59,370.54	51,087.87 0.00	(8,282.67)
11/05/10 11/10/10 SELL	LEGGETT & PLATT INC 524660107 CANTOR FITZGERALD & CO. INC. 65.43 COMM 0.025/SHR	23.8245 20.5482 2,617	62,348.59	53,708.30 0.00	(8,640.29)
11/08/10 11/12/10 SELL	LEGGETT & PLATT INC 524660107 CANTOR FITZGERALD & CO. INC. 39.78 COMM 0.025/SHR	23.8245 20.4011 1,591	37,904.71	32,417.82 0.00	(5,486.89)
11/09/10 11/15/10 SELL	LEGGETT & PLATT INC 524660107 CANTOR FITZGERALD & CO. INC. 22.10 COMM 0.025/SHR	23.8244 20.3353 884	21,060.81	17,954.00 0.00	(3,106.81)
11/10/10 11/16/10 SELL	LEGGETT & PLATT INC 524660107 CANTOR FITZGERALD & CO. INC. 42.90 COMM 0.025/SHR	23.8244 20.3810 1,716	40,882.75	34,930.30 0.00	(5,952.45)
04/28/10 05/03/10 SELL	LIMITED BRANDS, INC 532716107 BARCLAYS CAPITAL LE 27.50 COMM 0.025/SHR	27.0294 27.7571 1,100	29,732.34	30,504.79 0.00	772.45
07/29/10 08/03/10 SELL	LIMITED BRANDS, INC 532716107 CS FIRST BOSTON CORP. 30.00 COMM 0.025/SHR	26.5705 25.1231 1,200	31,884.60	30,117.21 0.00	(1,767.39)

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
10/20/10 10/25/10 SELL	LIMITED BRANDS, INC 532716107 BARCLAYS CAPITAL LE 32.50 COMM 0.025/SHR	26.3453 28.6494 1,300	34,248.89	37,211.09 0.00	2,962.20
12/03/10 12/08/10 SELL	LIMITED BRANDS, INC 532716107 INSTINET 17.50 COMM 0.025/SHR	26.3453 31.9129 700	18,441.71	22,321.15 0.00	3,879.44
07/29/10 08/03/10 SELL	LINEAR TECHNOLOGY CORP 535678106 CS FIRST BOSTON CORP. 46.95 COMM 0.025/SHR	27.8501 31.7422 1,878	52,302.42	59,563.89 0.00	7,261.47
07/30/10 08/04/10 SELL	LINEAR TECHNOLOGY CORP 535678106 CS FIRST BOSTON CORP. 33.05 COMM 0.025/SHR	27.8501 31.7789 1,322	36,817.78	41,977.95 0.00	5,160.17
11/18/10 11/23/10 SELL	LINEAR TECHNOLOGY CORP 535678106 BARCLAYS CAPITAL LE 25.00 COMM 0.025/SHR	27.8501 31.8444 1,000	27,850.06	31,818.86 0.00	3,968.80
12/03/10 12/08/10 SELL	LINEAR TECHNOLOGY CORP 535678106 INSTINET 15.00 COMM 0.025/SHR	27.8501 33.9567 600	16,710.04	20,358.67 0.00	3,648.63
07/29/10 08/03/10 SELL	LORILLARD INC 544147101 CS FIRST BOSTON CORP. 7.50 COMM 0.025/SHR	78.1751 76.097 300	23,452.54	22,821.21 0.00	(631.33)
02/10/10 02/16/10 SELL	LUBRIZOL CORP 549271104 CANTOR FITZGERALD & CO. INC. 5.00 COMM 0.025/SHR	40.6521 70.919 200	8,130.42	14,178.61 0.00	6,048.19

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
02/24/10 03/01/10 SELL	LUBRIZOL CORP 549271104 BARCLAYS CAPITAL LE 35.00 COMM 0.025/SHR	40.6521 77.8074 1,400	56,912.98	108,893.97 0.00	51,980.99
03/10/10 03/15/10 SELL	MARATHON OIL CORP 565849106 UBS SECURITIES LLC 42.50 COMM 0.025/SHR	38.2693 31.0906 1,700	65,057.84	52,810.84 0.00	(12,247.00)
04/28/10 05/03/10 SELL	MARATHON OIL CORP 565849106 BARCLAYS CAPITAL LE 30.00 COMM 0.025/SHR	38.2693 31.899 1,200	45,923.18	38,248.15 0.00	(7,675.03)
06/09/10 06/14/10 SELL	MARATHON OIL CORP 565849106 BARCLAYS CAPITAL LE 30.00 COMM 0.025/SHR	38.2693 31.5851 1,200	45,923.18	37,871.47 0.00	(8,051.71)
04/13/10 04/16/10 SELL	MCDONALDS CORP 580135101 WEEDEN & COMPANY 20.00 COMM 0.025/SHR	51.3237 68.6352 800	41,058.93	54,887.23 0.00	13,828.30
04/28/10 05/03/10 SELL	MCDONALDS CORP 580135101 BARCLAYS CAPITAL LE 10.00 COMM 0.025/SHR	51.3237 69.8775 400	20,529.47	27,940.52 0.00	7,411.05
06/09/10 06/14/10 SELL	MCDONALDS CORP 580135101 BARCLAYS CAPITAL LE 80.00 COMM 0.025/SHR	51.3237 64.4703 3,200	164,235.73	219,021.25 0.00	54,785.52
03/24/10 03/29/10 SELL	MCKESSON CORP 581556103 BARCLAYS CAPITAL LE 26.15 COMM 0.025/SHR	58.6970 64.0821 1,046	61,397.01	67,002.87 0.00	5,605.86

Danville Regional Foundation
Ein: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
03/25/10 03/30/10 SELL	MCKESSON CORP. 58155Q103 BARCLAYS CAPITAL LE 18.85 COMM 0.025/SHR	58.6969 64.1841 754	44,257.49	48,375.34 0.00	4,117.85
04/13/10 04/16/10 SELL	MCKESSON CORP. 58155Q103 GOLDMAN SACHS & COMPANY 98.53 COMM 0.025/SHR	58.6969 64.9452 3,941	231,324.65	255,846.17 0.00	24,521.52
04/14/10 04/19/10 SELL	MCKESSON CORP. 58155Q103 GOLDMAN SACHS & COMPANY 21.48 COMM 0.025/SHR	58.6969 64.7772 859	50,420.67	55,621.18 0.00	5,200.51
11/18/10 11/23/10 SELL	MEDCO HEALTH SOLUTIONS INC 58405U102 BARCLAYS CAPITAL LE 10.00 COMM 0.025/SHR	59.2608 60.2455 400	23,704.30	24,087.79 0.00	383.49
12/03/10 12/08/10 SELL	MEDCO HEALTH SOLUTIONS INC 58405U102 INSTINET 7.50 COMM 0.025/SHR	59.2607 63.27 300	17,778.22	18,973.17 0.00	1,194.95
03/24/10 03/29/10 SELL	MEDTRONIC INC 585055106 BARCLAYS CAPITAL LE 42.50 COMM 0.025/SHR	42.9153 45.1704 1,700	72,955.93	76,746.20 0.00	3,790.27
07/29/10 08/03/10 SELL	MEDTRONIC INC 585055106 CS FIRST BOSTON CORP. 15.00 COMM 0.025/SHR	41.9909 36.1809 600	25,194.53	21,693.17 0.00	(3,501.36)
12/21/10 12/27/10 SELL	MEDTRONIC INC 585055106 BARCLAYS CAPITAL LE 25.00 COMM 0.025/SHR	40.6548 37.034 1,000	40,654.76	37,008.37 0.00	(3,646.39)

Danville Regional Foundation

EIN: 20-3319727

2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
12/21/10 12/27/10 SELL	METLIFE INC 59156R108 BARCLAYS CAPITAL LE 50.00 COMM 0.025/SHR	39.7128 44.4688 2,000	79,425.58	88,886.09 0.00	9,460.51
11/02/10 11/05/10 SELL	MICROSOFT CORP 594918104 SIDOTI AND COMPANY, LLC 52.50 COMM 0.025/SHR	25.8958 27.175 2,100	54,381.18	57,014.03 0.00	2,632.85
12/07/10 12/10/10 SELL	MICROSOFT CORP 594918104 BERNSTEIN SANFORD C. & CO. 322.50 COMM 0.025/SHR	25.8958 26.9422 12,900	334,055.82	347,226.00 0.00	13,170.18
06/09/10 06/14/10 SELL	NABORS INDUSTRIES LTD G6359F103 BARCLAYS CAPITAL LE 40.00 COMM 0.025/SHR	21.4672 20.6311 1,600	34,347.44	32,969.20 0.00	(1,378.24)
11/02/10 11/05/10 SELL	NABORS INDUSTRIES LTD G6359F103 SIDOTI AND COMPANY, LLC 52.50 COMM 0.025/SHR	20.5648 20.68 2,100	43,186.13	43,374.76 0.00	188.63
04/28/10 05/03/10 SELL	NATIONAL OILWELL VARCO INC COM 637071101 BARCLAYS CAPITAL LE 22.50 COMM 0.025/SHR	43.2301 43.8536 900	38,907.06	39,445.07 0.00	538.01
10/20/10 10/25/10 SELL	NATIONAL OILWELL VARCO INC COM 637071101 BARCLAYS CAPITAL LE 22.50 COMM 0.025/SHR	43.2301 47.9007 900	38,907.06	43,087.40 0.00	4,180.34
11/02/10 11/05/10 SELL	NATIONAL OILWELL VARCO INC COM 637071101 SIDOTI AND COMPANY, LLC 17.50 COMM 0.025/SHR	43.2301 54.9811 700	30,261.05	38,468.61 0.00	8,207.56

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
12/21/10 12/27/10 SELL	NII HLDGS INC CL B NEW 62913F201 BARCLAYS CAPITAL LE 20.00 COMM 0.025/SHR	27.6386 45.0892 800	22,110.91	36,050.75 0.00	13,939.84
07/15/10 07/20/10 SELL	NISOURCE INC 65473P105 BARCLAYS CAPITAL LE 175.55 COMM 0.025/SHR	18.0614 15.8966 7,022	126,827.28	111,448.49 0.00	(15,378.79)
07/16/10 07/21/10 SELL	NISOURCE INC 65473P105 BARCLAYS CAPITAL LE 62.00 COMM 0.025/SHR	18.0614 15.7465 2,480	44,792.31	38,988.66 0.00	(5,803.65)
07/19/10 07/22/10 SELL	NISOURCE INC 65473P105 BARCLAYS CAPITAL LE 27.45 COMM 0.025/SHR	18.0614 15.7723 1,098	19,831.44	17,290.24 0.00	(2,541.20)
12/21/10 12/27/10 SELL	NV ENERGY INC 67073Y106 BARCLAYS CAPITAL LE 32.50 COMM 0.025/SHR	10.7806 14.3449 1,300	14,014.76	18,615.55 0.00	4,600.79
03/24/10 03/29/10 SELL	NVR INC COM 62944T105 BARCLAYS CAPITAL LE 1.18 COMM 0.025/SHR	657.6766 741.7266 47	30,910.80	34,859.52 0.00	3,948.72
03/25/10 03/30/10 SELL	NVR INC COM 62944T105 BARCLAYS CAPITAL LE 1.75 COMM 0.025/SHR	657.6766 748.5309 70	46,037.36	52,394.74 0.00	6,357.38
03/26/10 03/31/10 SELL	NVR INC COM 62944T105 BARCLAYS CAPITAL LE 1.78 COMM 0.025/SHR	657.6768 747.8003 71	46,695.05	53,091.36 0.00	6,396.31

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
03/29/10 04/01/10 SELL	NVR INC COM 62944T105 BARCLAYS CAPITAL LE 0.58 COMM 0.025/SHR	657.6765 744.8230 23	15,126.56	17,130.06 0.00	2,003.50
03/30/10 04/05/10 SELL	NVR INC COM 62944T105 BARCLAYS CAPITAL LE 0.70 COMM 0.025/SHR	657.6768 745.5436 28	18,414.95	20,874.16 0.00	2,459.21
03/31/10 04/06/10 SELL	NVR INC COM 62944T105 BARCLAYS CAPITAL LE 0.73 COMM 0.025/SHR	657.6766 735.2241 29	19,072.62	21,320.40 0.00	2,247.78
04/01/10 04/07/10 SELL	NVR INC COM 62944T105 BARCLAYS CAPITAL LE 1.43 COMM 0.025/SHR	657.6765 722.5525 57	37,487.56	41,183.36 0.00	3,695.80
04/05/10 04/08/10 SELL	NVR INC COM 62944T105 BARCLAYS CAPITAL LE 1.28 COMM 0.025/SHR	657.6767 734.6961 51	33,541.51	37,467.58 0.00	3,926.07
03/10/10 03/15/10 SELL	OCCIDENTAL PETE CORP 674599105 UBS SECURITIES LLC 15.00 COMM 0.025/SHR	52.0480 81.5423 600	31,228.78	48,909.75 0.00	17,680.97
04/28/10 05/03/10 SELL	OCCIDENTAL PETE CORP 674599105 BARCLAYS CAPITAL LE 12.50 COMM 0.025/SHR	52.0480 84.4752 500	26,023.99	42,224.38 0.00	16,200.39
06/09/10 06/14/10 SELL	OCCIDENTAL PETE CORP 674599105 BARCLAYS CAPITAL LE 10.00 COMM 0.025/SHR	52.0480 80.7853 400	20,819.19	32,303.57 0.00	11,484.38

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
12/03/10 12/08/10 SELL	OCCIDENTAL PETE CORP 674599105 INSTINET 5.00 COMM 0.025/SHR	54.2230 91.165 200	10,844.59	18,227.69 0.00	7,383.10
05/26/10 06/01/10 SELL	ORACLE CORPORATION 68389X105 BARCLAYS CAPITAL LE 465.00 COMM 0.025/SHR	19.2590 22.2206 18,600	358,217.28	412,831.17 0.00	54,613.89
02/10/10 02/16/10 SELL	PARKER HANNIFIN CORP 701094104 CANTOR FITZGERALD & CO. INC. 12.50 COMM 0.025/SHR	52.3697 55.6752 500	26,184.85	27,824.74 0.00	1,639.89
03/24/10 03/29/10 SELL	PARKER HANNIFIN CORP 701094104 BARCLAYS CAPITAL LE 17.50 COMM 0.025/SHR	52.3697 65.8968 700	36,658.79	46,109.67 0.00	9,450.88
11/02/10 11/05/10 SELL	PARKER HANNIFIN CORP 701094104 SIDOTI AND COMPANY, LLC 17.50 COMM 0.025/SHR	52.9048 78.5214 700	37,033.34	54,946.55 0.00	17,913.21
06/09/10 06/14/10 SELL	PATTERSON-UTI ENERGY INC 703481101 BARCLAYS CAPITAL LE 80.00 COMM 0.025/SHR	15.6441 14.2722 3,200	50,061.19	45,590.26 0.00	(4,470.93)
07/29/10 08/03/10 SELL	PATTERSON-UTI ENERGY INC 703481101 CS FIRST BOSTON CORP. 40.00 COMM 0.025/SHR	15.6441 16.1588 1,600	25,030.60	25,813.64 0.00	783.04
10/20/10 10/25/10 SELL	PATTERSON-UTI ENERGY INC 703481101 BARCLAYS CAPITAL LE 67.50 COMM 0.025/SHR	15.5337 19.0075 2,700	41,940.91	51,251.88 0.00	9,310.97

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
03/24/10 03/29/10 SELL	PFIZER INC 717081103 BERNSTEIN SANFORD C. & CO. 72.50 COMM 0.025/SHR 0.65 FEE	18.3024 17.6026 2,900	53,076.98	50,974.39 0.00	(2,102.59)
07/29/10 08/03/10 SELL	PFIZER INC 717081103 CS FIRST BOSTON CORP. 60.00 COMM 0.025/SHR 0.62 FEE	17.8190 15.1275 2,400	42,765.63	36,245.38 0.00	(6,520.25)
12/21/10 12/27/10 SELL	PFIZER INC 717081103 BARCLAYS CAPITAL LE 35.00 COMM 0.025/SHR 0.41 FEE	17.8190 17.3286 1,400	24,946.62	24,224.63 0.00	(721.99)
07/15/10 07/20/10 SELL	PHILIP MORRIS INTERNATIONAL IN 718172109 BARCLAYS CAPITAL LE 25.00 COMM 0.025/SHR 0.84 FEE	41.7799 49.527 1,000	41,779.90	49,501.16 0.00	7,721.26
07/29/10 08/03/10 SELL	PHILIP MORRIS INTERNATIONAL IN 718172109 CS FIRST BOSTON CORP. 12.50 COMM 0.025/SHR 0.44 FEE	41.7799 51.0203 500	20,889.95	25,497.21 0.00	4,607.26
12/21/10 12/27/10 SELL	PHILIP MORRIS INTERNATIONAL IN 718172109 BARCLAYS CAPITAL LE 12.50 COMM 0.025/SHR 0.50 FEE	41.7799 58.6785 500	20,889.95	29,326.25 0.00	8,436.30
08/10/10 08/13/10 SELL	PINNACLE WEST CAP CORP 723484101 UBS SECURITIES LLC 51.18 COMM 0.025/SHR 1.37 FEE	34.0882 39.4890 2,047	69,778.58	80,781.43 0.00	11,002.85
08/11/10 08/16/10 SELL	PINNACLE WEST CAP CORP 723484101 WARBURG DILLON READ LLC 61.33 COMM 0.025/SHR 1.62 FEE	34.0882 39.0225 2,453	83,618.42	95,659.24 0.00	12,040.82

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
04/28/10 05/03/10 SELL	PITNEY BOWES INC 724479100 BARCLAYS CAPITAL LE 42.50 COMM 0.025/SHR	27.6090 25.533 1,700	46,935.26	43,362.86 0.00	(3,572.40)
06/30/10 07/06/10 SELL	PPG INDUSTRIES INC 693506107 CS FIRST BOSTON CORP. 5.00 COMM 0.025/SHR	56.1426 61.3967 200	11,228.52	12,274.13 0.00	1,045.61
12/21/10 12/27/10 SELL	PPG INDUSTRIES INC 693506107 BARCLAYS CAPITAL LE 5.00 COMM 0.025/SHR	56.1427 82.7012 200	11,228.53	16,534.96 0.00	5,306.43
02/24/10 03/01/10 SELL	PRICELINE COM INC COM NEW 741503403 BARCLAYS CAPITAL LE 7.50 COMM 0.025/SHR	81.9864 222.2381 300	24,595.92	66,663.08 0.00	42,067.16
04/13/10 04/16/10 SELL	PRICELINE COM INC COM NEW 741503403 WEEDEN & COMPANY 5.00 COMM 0.025/SHR	81.9864 253.3203 200	16,397.27	50,658.20 0.00	34,260.93
05/12/10 05/17/10 SELL	PRICELINE COM INC COM NEW 741503403 CS FIRST BOSTON CORP. 22.50 COMM 0.025/SHR	81.9864 217.8306 900	73,787.74	196,021.72 0.00	122,233.98
03/10/10 03/15/10 SELL	PROCTER & GAMBLE CO 742718109 MORGAN STANLEY & CO. 102.00 COMM 0.020/SHR	57.7368 63.0847 5,100	294,457.68	321,625.88 0.00	27,168.20
06/30/10 07/06/10 SELL	PRUDENTIAL FINL INC COM 744320102 CS FIRST BOSTON CORP. 15.00 COMM 0.025/SHR	45.4811 54.4037 600	27,288.67	32,626.66 0.00	5,337.99

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
12/21/10 12/27/10 SELL	PRUDENTIAL FINL INC 744320102 BARCLAYS CAPITAL LE 25.00 COMM 0.025/SHR 1.01 FEE	45.8562 59.367 1,000	45,856.24	59,340.99 0.00	13,484.75
03/24/10 03/29/10 SELL	QWEST COMMUNICATIONS INTL INC COM 749121109 BARCLAYS CAPITAL LE 135.00 COMM 0.025/SHR 0.37 FEE	5.7203 5.2513 5,400	30,889.64	28,221.65 0.00	(2,667.99)
04/28/10 05/03/10 SELL	QWEST COMMUNICATIONS INTL INC COM 749121109 JEFFERIES & COMPANY 259.00 COMM 0.010/SHR 2.30 FEE	5.7203 5.2319 25,900	148,155.90	135,244.91 0.00	(12,910.99)
02/10/10 02/16/10 SELL	RELiance STL & ALUM CO COM 759509102 CANTOR FITZGERALD & CO. INC. 7.50 COMM 0.025/SHR 0.16 FEE	34.4432 40.9892 300	10,332.96	12,289.10 0.00	1,956.14
12/21/10 12/27/10 SELL	RELiance STL & ALUM CO COM 759509102 BARCLAYS CAPITAL LE 7.50 COMM 0.025/SHR 0.26 FEE	34.7494 50.0139 300	10,424.83	14,996.41 0.00	4,571.58
03/24/10 03/29/10 SELL	REYNOLDS AMERICAN INC 761713106 BARCLAYS CAPITAL LE 14.13 COMM 0.025/SHR 0.39 FEE	46.1235 53.8111 565	26,059.75	30,388.75 0.00	4,329.00
03/25/10 03/30/10 SELL	REYNOLDS AMERICAN INC 761713106 BARCLAYS CAPITAL LE 15.88 COMM 0.025/SHR 0.44 FEE	46.1235 53.7974 635	29,288.40	34,145.03 0.00	4,856.63
07/15/10 07/20/10 SELL	REYNOLDS AMERICAN INC 761713106 BARCLAYS CAPITAL LE 15.00 COMM 0.025/SHR 0.57 FEE	46.1235 55.627 600	27,674.07	33,360.63 0.00	5,686.56

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
07/29/10 08/03/10 SELL	REYNOLDS AMERICAN INC 761713106 CS FIRST BOSTON CORP. 12.50 COMM 0.025/SHR	46.1235 57.4676 500	23,061.73	28,720.81 0.00	5,659.08
12/21/10 12/27/10 SELL	REYNOLDS AMERICAN INC 761713106 BARCLAYS CAPITAL LE 17.50 COMM 0.025/SHR	23.0617 32.9012 700	16,143.21	23,012.95 0.00	6,869.74
02/10/10 02/16/10 SELL	ROSS STORES INC 778296103 CANTOR FITZGERALD & CO. INC. 20.00 COMM 0.025/SHR	38.8277 45.4147 800	31,062.12	36,311.29 0.00	5,249.17
04/13/10 04/16/10 SELL	ROSS STORES INC 778296103 WEEDEN & COMPANY 35.00 COMM 0.025/SHR	38.8277 56.2328 1,400	54,358.73	78,689.59 0.00	24,330.86
04/28/10 05/03/10 SELL	ROSS STORES INC 778296103 BARCLAYS CAPITAL LE 12.50 COMM 0.025/SHR	38.8277 57.0211 500	19,413.83	28,497.56 0.00	9,083.73
11/18/10 11/23/10 SELL	ROSS STORES INC 778296103 BARCLAYS CAPITAL LE 10.00 COMM 0.025/SHR	38.8277 64.6949 400	15,531.06	25,867.52 0.00	10,336.46
04/13/10 04/16/10 SELL	ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHS 780259206 WEEDEN & COMPANY 22.50 COMM 0.025/SHR	63.0599 60.4651 900	56,753.90	54,395.17 0.00	(2,358.73)
06/30/10 07/06/10 SELL	ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHS 780259206 CS FIRST BOSTON CORP. 12.50 COMM 0.025/SHR	63.0599 51.1343 500	31,529.94	25,554.21 0.00	(5,975.73)

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
01/06/10 01/11/10 SELL	SANOFI-AVENTIS - ADR 80105N105 CS FIRST BOSTON CORP. 30.00 COMM 0.025/SHR	35.0386 40.1414 1,200	42,046.31	48,138.44 0.00	6,092.13
10/20/10 10/25/10 SELL	SAP AG - ADR SPONSORED ADR 803054204 BARCLAYS CAPITAL LE 40.00 COMM 0.025/SHR	46.1699 51.9637 1,600	73,871.77	83,100.51 0.00	9,228.74
08/27/10 09/01/10 SELL	SCHWAB CHARLES CORP NEW 808513105 BARCLAYS CAPITAL LE 360.90 COMM 0.025/SHR	16.1956 13.1699 14,436	233,798.98	189,756.56 0.00	(44,042.42)
08/30/10 09/02/10 SELL	SCHWAB CHARLES CORP NEW 808513105 BARCLAYS CAPITAL LE 138.65 COMM 0.025/SHR	16.1956 12.9729 5,546	89,820.53	71,807.83 0.00	(18,012.70)
08/31/10 09/03/10 SELL	SCHWAB CHARLES CORP NEW 808513105 BARCLAYS CAPITAL LE 145.45 COMM 0.025/SHR	16.1956 12.747 5,818	94,225.72	74,015.34 0.00	(20,210.38)
03/10/10 03/15/10 SELL	SEMPRA ENERGY COM 816851109 UBS SECURITIES LLC 62.50 COMM 0.025/SHR	46.1270 50.4315 2,500	115,317.54	126,014.64 0.00	10,697.10
10/05/10 10/08/10 SELL	STANLEY BLACK & DECKER, INC. 854502101 CS FIRST BOSTON CORP. 12.50 COMM 0.025/SHR	56.8976 62.6901 500	28,448.81	31,332.02 0.00	2,883.21
12/21/10 12/27/10 SELL	STANLEY BLACK & DECKER, INC. 854502101 BARCLAYS CAPITAL LE 7.50 COMM 0.025/SHR	57.1519 65.907 300	17,145.58	19,764.26 0.00	2,618.68

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
11/02/10 11/05/10 SELL	T ROWE PRICE GROUP INC 74144T108 SIDOTI AND COMPANY, LLC 22.50 COMM 0.025/SHR	31.8658 56.28 900	28,679.22	50,628.64 0.00	21,949.42
12/03/10 12/08/10 SELL	T ROWE PRICE GROUP INC 74144T108 INSTINET 17.50 COMM 0.025/SHR	31.8658 60.7886 700	22,306.06	42,533.80 0.00	20,227.74
12/21/10 12/27/10 SELL	T ROWE PRICE GROUP INC 74144T108 BARCLAYS CAPITAL LE 17.50 COMM 0.025/SHR	31.8658 64.1731 700	22,306.06	44,902.91 0.00	22,596.85
03/10/10 03/15/10 SELL	TALISMAN ENERGY INC COM 87425E103 UBS SECURITIES LLC 67.50 COMM 0.025/SHR	18.5029 18.5762 2,700	49,957.85	50,087.60 0.00	129.75
05/26/10 06/01/10 SELL	TALISMAN ENERGY INC COM 87425E103 CANTOR FITZGERALD & CO. INC. 47.50 COMM 0.025/SHR	18.5029 16.3932 1,900	35,155.52	31,099.05 0.00	(4,056.47)
12/21/10 12/27/10 SELL	TALISMAN ENERGY INC COM 87425E103 BARCLAYS CAPITAL LE 42.50 COMM 0.025/SHR	18.5029 21.3277 1,700	31,454.95	36,213.97 0.00	4,759.02
10/05/10 10/08/10 SELL	TECK RESOURCES LIMITED 878742204 CS FIRST BOSTON CORP. 15.00 COMM 0.025/SHR	32.1898 42.3063 600	19,313.88	25,368.35 0.00	6,054.47
11/18/10 11/23/10 SELL	TECK RESOURCES LIMITED 878742204 BARCLAYS CAPITAL LE 5.00 COMM 0.025/SHR	32.1898 49.5114 200	6,437.96	9,897.11 0.00	3,459.15

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
12/21/10 12/27/10 SELL	TECK RESOURCES LIMITED 878742204 BARCLAYS CAPITAL LE 7.50 COMM 0.025/SHR	32.1898 57.1867 300	9,656.94	17,148.22 0.00	7,491.28
10/05/10 10/08/10 SELL	TEMPUR-PEDIC INTL INC 88023U101 CS FIRST BOSTON CORP. 30.00 COMM 0.025/SHR	29.5634 30.9796 1,200	35,476.03	37,144.89 0.00	1,668.86
12/03/10 12/08/10 SELL	TEMPUR-PEDIC INTL INC 88023U101 INSTINET 15.00 COMM 0.025/SHR	29.5634 36.39 600	17,738.01	21,818.63 0.00	4,080.62
12/21/10 12/27/10 SELL	TEMPUR-PEDIC INTL INC 88023U101 BARCLAYS CAPITAL LE 12.50 COMM 0.025/SHR	29.5634 39.7522 500	14,781.68	19,863.26 0.00	5,081.58
07/29/10 08/03/10 SELL	TEXAS INSTRUMENTS INC 882508104 CS FIRST BOSTON CORP. 45.00 COMM 0.025/SHR	19.8547 24.8063 1,800	35,738.49	44,605.58 0.00	8,867.09
10/20/10 10/25/10 SELL	TEXAS INSTRUMENTS INC 882508104 BARCLAYS CAPITAL LE 77.50 COMM 0.025/SHR	19.8547 27.9174 3,100	61,549.63	86,464.97 0.00	24,915.34
11/18/10 11/23/10 SELL	TEXAS INSTRUMENTS INC 882508104 BARCLAYS CAPITAL LE 30.00 COMM 0.025/SHR	19.8547 31.2306 1,200	23,825.66	37,446.08 0.00	13,620.42
02/10/10 02/16/10 SELL	TJX COS INC NEW 872540109 CANTOR FITZGERALD & CO. INC. 22.50 COMM 0.025/SHR	31.2268 37.6027 900	28,104.14	33,819.50 0.00	5,715.36

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
04/13/10 04/16/10 SELL	TJX COS INC NEW 872540109 WEEDEN & COMPANY 37.50 COMM 0.025/SHR 1.17 FEE	31.2268 45.9644 1,500	46,840.23	68,907.93 0.00	22,067.70
04/28/10 05/03/10 SELL	TJX COS INC NEW 872540109 BARCLAYS CAPITAL LE 15.00 COMM 0.025/SHR 0.48 FEE	31.2268 47.0876 600	18,736.09	28,237.08 0.00	9,500.99
12/21/10 12/27/10 SELL	TJX COS INC NEW 872540109 BERNSTEIN SANFORD C. & CO. 120.00 COMM 0.025/SHR 3.59 FEE	31.2268 44.1674 4,800	149,888.73	211,879.93 0.00	61,991.20
04/13/10 04/16/10 SELL	TOTAL S.A. - ADR SPONSORED ADR 89151E109 WEEDEN & COMPANY 17.50 COMM 0.025/SHR 0.70 FEE	65.7450 59.0175 700	46,021.51	41,294.05 0.00	(4,727.46)
07/29/10 08/03/10 SELL	TRACTOR SUPPLY CO COM 892356106 CS FIRST BOSTON CORP. 7.50 COMM 0.025/SHR 0.35 FEE	67.7063 68.6063 300	20,311.88	20,574.04 0.00	262.16
12/03/10 12/08/10 SELL	TRACTOR SUPPLY CO COM 892356106 INSTINET 17.50 COMM 0.025/SHR 0.54 FEE	33.8531 45.3686 700	23,697.19	31,739.98 0.00	8,042.79
12/21/10 12/27/10 SELL	TRACTOR SUPPLY CO COM 892356106 BARCLAYS CAPITAL LE 10.00 COMM 0.025/SHR 0.33 FEE	33.8531 48.2711 400	13,541.25	19,298.11 0.00	5,756.86
06/30/10 07/06/10 SELL	TRAVELERS COMPANIES, INC 89417E109 CS FIRST BOSTON CORP. 25.00 COMM 0.025/SHR 0.84 FEE	43.0654 49.473 1,000	43,065.42	49,447.16 0.00	6,381.74

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
12/21/10 12/27/10 SELL	TRAVELERS COMPANIES, INC 89417E109 BARCLAYS CAPITAL LE 17.50 COMM 0.025/SHR	43.0654 55.5932 700	30,145.79	38,897.08 0.00	8,751.29
03/24/10 03/29/10 SELL	UNITEDHEALTH GROUP INC 91324P102 BARCLAYS CAPITAL LE 65.00 COMM 0.025/SHR	28.4764 33.0538 2,600	74,038.57	85,873.78 0.00	11,835.21
08/27/10 09/01/10 SELL	UNITEDHEALTH GROUP INC 91324P102 BARCLAYS CAPITAL LE 20.00 COMM 0.025/SHR	28.4764 31.8003 800	22,781.10	25,419.81 0.00	2,638.71
11/18/10 11/23/10 SELL	UNITEDHEALTH GROUP INC 91324P102 BARCLAYS CAPITAL LE 15.00 COMM 0.025/SHR	28.4764 35.4976 600	17,085.82	21,283.20 0.00	4,197.38
06/30/10 07/06/10 SELL	VALERO ENERGY CORP 91913Y100 CS FIRST BOSTON CORP. 65.00 COMM 0.025/SHR	19.6532 18.0704 2,600	51,098.32	46,917.24 0.00	(4,181.08)
12/21/10 12/27/10 SELL	VALERO ENERGY CORP 91913Y100 BARCLAYS CAPITAL LE 37.50 COMM 0.025/SHR	19.3088 22.0536 1,500	28,963.23	33,042.34 0.00	4,079.11
01/20/10 01/25/10 SELL	WELLPOINT INC 94973V107 BARCLAYS CAPITAL LE 27.50 COMM 0.025/SHR	54.6307 68.3655 1,100	60,093.77	75,173.59 0.00	15,079.82
03/24/10 03/29/10 SELL	WELLPOINT INC 94973V107 BARCLAYS CAPITAL LE 40.00 COMM 0.025/SHR	56.5818 63.8195 1,600	90,530.94	102,069.90 0.00	11,538.96

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
07/29/10	WELLPOINT INC	55.9922			
08/03/10	COM	49.8922			
SELL	94973V107	600	33,595.30	29,919.81	(3,675.49)
	CS FIRST BOSTON CORP.				
	15.00 COMM				
	0.025/SHR				
	0.51 FEE				
12/03/10	WELLPOINT INC	55.9922			
12/08/10	COM	57.47			
SELL	94973V107	300	16,797.65	17,233.20	435.55
	INSTINET			0.00	
	7.50 COMM				
	0.025/SHR				
	0.30 FEE				

Danville Regional Foundation
 EIN: 20-3319727
 2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE QUANTITY/DAYS	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
01/06/10 01/11/10 SELL	WESTERN DIGITAL CORP 958102105 CS FIRST BOSTON CORP. 40.00 COMM 0.025/SHR 1.90 FEE	23.3255 46.0842 1,600	37,320.73	73,692.82 0.00	36,372.09

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
06/30/10 07/06/10 SELL	WESTERN DIGITAL CORP 958102105 CS FIRST BOSTON CORP. 247.68 COMM 0.025/SHR	25.3487 30.4861 9,907	251,129.75	301,773.00 0.00	50,643.25
07/01/10 07/07/10 SELL	WESTERN DIGITAL CORP 958102105 CS FIRST BOSTON CORP. 22.33 COMM 0.025/SHR	25.3487 29.8534 893	22,636.40	26,636.30 0.00	3,999.90
02/10/10 02/16/10 SELL	WESTERN UNION CO/THE 959802109 CANTOR FITZGERALD & CO. INC. 445.00 COMM 0.025/SHR	16.5480 16.4419 17,800	294,554.68	292,217.10 0.00	(2,337.58)
10/20/10 10/25/10 SELL	WHIRLPOOL CORP 963320106 BARCLAYS CAPITAL LE 10.00 COMM 0.025/SHR	100.6549 83.984 400	40,261.96	33,583.03 0.00	(6,678.93)
11/04/10 11/09/10 SELL	WHIRLPOOL CORP 963320106 BERNSTEIN SANFORD C. & CO. 60.00 COMM 0.025/SHR	100.6549 79.2914 2,400	241,571.75	190,236.14 0.00	(51,335.61)
10/20/10 10/25/10 SELL	WILLIAMS SONOMA INC 969904101 BARCLAYS CAPITAL LE 25.00 COMM 0.025/SHR	29.8191 32.7401 1,000	29,819.11	32,714.54 0.00	2,895.43
07/29/10 08/03/10 SELL	XILINX INC 983919101 CS FIRST BOSTON CORP. 55.00 COMM 0.025/SHR	24.2313 27.7753 2,200	53,308.84	61,049.62 0.00	7,740.78
11/04/10 11/09/10 SELL	XILINX INC 983919101 CANTOR FITZGERALD & CO. INC. 340.00 COMM 0.025/SHR	24.2313 27.833 13,600	329,545.55	378,182.40 0.00	48,636.85

Danville Regional Foundation
 EIN: 20-3319727
 2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
TRANSACTIONS EFFECTIVE AND SETTLED WITHIN THE CURRENT PERIOD:					
03/02/10	LAZARD EMERGING MARKETS PORTFOLIO	19.2025	539,700.12	500,000.00	(39,700.12)
03/03/10	#638	17.79			
SELL	52106N889	28,105.6770			
	MISCELLANEOUS			0.00	

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
TRANSACTIONS EFFECTIVE AND SETTLED WITHIN THE CURRENT PERIOD:					
04/14/10	PASSIVE INTER GOV'T BOND (CM5S)	10.2079			
04/14/10	PASSIVE INTERMEDIATE GOV'T CREDIT	10.2000			
SELL	702991001	267.4250	2,729.85	2,727.73 0.00	(2.12)
	MISCELLANEOUS				
07/12/10	PASSIVE INTER GOV'T BOND (CM5S)	10.2184			
07/12/10	PASSIVE INTERMEDIATE GOV'T CREDIT	10.414			
SELL	702991001	19,204.9160	196,243.99	200,000.00 0.00	3,756.01
	MISCELLANEOUS				
07/16/10	PASSIVE INTER GOV'T BOND (CM5S)	10.2184			
07/16/10	PASSIVE INTERMEDIATE GOV'T CREDIT	10.4720			
SELL	702991001	28,647.8230	292,735.62	300,000.00 0.00	7,264.38
	MISCELLANEOUS				
09/28/10	PASSIVE INTER GOV'T BOND (CM5S)	10.3942			
09/30/10	PASSIVE INTERMEDIATE GOV'T CREDIT	10.7127			
SELL	702991001	289.2690	3,006.73	3,098.85 0.00	92.12
	MISCELLANEOUS				
11/30/10	PASSIVE INTER GOV'T BOND (CM5S)	10.3958			
11/30/10	PASSIVE INTERMEDIATE GOV'T CREDIT	10.6079			
SELL	702991001	304.3470	3,163.92	3,228.49 0.00	64.57
	MISCELLANEOUS				
12/07/10	PASSIVE INTER GOV'T BOND (CM5S)	10.3958			
12/08/10	PASSIVE INTERMEDIATE GOV'T CREDIT	10.5060			
SELL	702991001	376.6780	3,915.86	3,957.38 0.00	41.52
	MISCELLANEOUS				
12/08/10	PASSIVE INTER GOV'T BOND (CM5S)	10.3958			
12/31/10	PASSIVE INTERMEDIATE GOV'T CREDIT	10.4739			
SELL	702991001	38,190.1400	397,015.82	400,000.00 0.00	2,984.18
	MISCELLANEOUS				
03/17/10	PASSIVE INTER GOV'T BOND (CMS9)	12.7690			
03/17/10	PASSIVE INTERMEDIATE GOV'T CREDIT	12.912			
SELL	702991019	116,506.7370	1,487,671.89	1,504,334.99 0.00	16,663.10
	MISCELLANEOUS				
09/15/10	PASSIVE INTER GOV'T BOND (CMS9)	12.7710			
09/30/10	PASSIVE INTERMEDIATE GOV'T CREDIT	13.309			
SELL	702991019	1,253,695.4960	16,010,933.58	16,685,433.36 0.00	674,499.78
	MISCELLANEOUS				

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 13

TRD DATE STL DATE	* * SECURITIES SOLD * *	UNIT COST SALE PRICE SHARES/PAR	COST	PROCEEDS INTEREST	REALIZED GAIN(LOSS)
04/14/10 04/14/10 SELL	RUSSELL 2000 GROWTH CTF (CMC5) 781990809 MISCELLANEOUS	13.8593 17.0441 72.2510	1,001.35	1,231.45 0.00	230.10
09/28/10 09/30/10 SELL	RUSSELL 2000 GROWTH CTF (CMC5) 781990809 MISCELLANEOUS	13.8605 16.5060 84.3360	1,168.94	1,392.05 0.00	223.11
12/07/10 12/08/10 SELL	RUSSELL 2000 GROWTH CTF (CMC5) 781990809 MISCELLANEOUS	13.8654 18.8970 72.0030	998.35	1,360.64 0.00	362.29

Distributions from various alternative investment funds:

Limited partnership fund
 Commingled real estate investment fund
 Partnership fund
 Offshore feeder fund

116,421	116,421	-
77,419	77,419	-
1,638,650	1,638,650	-
194,099	194,099	-

Pass through tax characteristics from partnership per the Federal Form K-1:
 Limited partnership fund (alternative investment fund)

(\$2,563,610)

TOTALS

\$79,518,828 \$83,066,706 \$3,547,878

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 14

Grants paid during 2010

Grantee - Name and Address	Relationship to Danville Regional Foundation	Foundation Status of Recipient	Purpose of Contribution	Amount
Dan River Basin Association 413 Church Street, Suite 401, Eden, NC 27288	None	Public Charity	Caswell County's Heritage Trails Master Plan	\$381,824
Pittsylvania County Community Action, Inc. (Fiscal agent for BEST Coalition) 348 North Main Street, Chatham, VA 24531	None	Public Charity	Earned Income Tax Credit and Financial Literacy	\$330,346
Dan River Business Development Center 300 Ringgold Industrial Parkway, Danville, VA 24540	None	Public Charity	Expand operating capacity	\$304,000
Free Clinic of Danville 133 South Ridge Street, Danville, VA 24541	None	Public Charity	Capacity building	\$300,000
The Community Foundation of the Dan River Region P.O. Box 1039, Danville, VA 24543	None	Public Charity	Community Grants Workforce Training	\$250,000 \$150,000
Virginia Health Care Foundation 707 East Main Street, Suite 1350, Richmond, VA 23219	None	Public Charity	Enrollment of children in FAMIS Mental health services to uninsured adults	\$233,650 \$50,000
Southside Business Technology Center 22 East Church Street, Suite 318, Martinsville, VA 24112	None	Public Charity	Assist local entrepreneurs	\$197,000
Caswell Family Medical Center 439 U.S Highway 158 West, Yanceyville, NC 27379	None	Public Charity	Facility Expansion	\$192,240
Martinsville Henry County Coalition for Health and Wellness 22 East Church Street, Martinsville, VA 24112	None	Public Charity	Promoting Active and Healthy Lifestyles	\$181,590
Averett University 420 West Main Street, Danville, VA 24541	None	Public Charity	Strategic Planning	\$175,000
Boys & Girls Club of the Danville Area 123 Foster Street, Danville, VA 24541	None	Public Charity	Planning and operations	\$150,000
Danville Pittsylvania County Chamber Foundation P.O. Box 99, Blairs, VA 24527	None	Public Charity	Teacher creativity grant program	\$104,769
Virginia College of Osteopathic Medicine 2265 Kraft Drive, Blacksburg, VA 24060	None	Public Charity	Osteopathic post-grad education program- Danville	\$100,000

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 14

Grants paid during 2010

Grantee - Name and Address	Relationship to Danville Regional Foundation	Foundation Status of Recipient	Purpose of Contribution	Amount
Industrial Development Authority of the City of Danville P.O. Box 3300, Danville, VA 24543	None	Political subdivision of the Commonwealth of Virginia	Recruitment of new manufacturing company	\$90,000
Virginia Legal Aid Society, Inc. P.O. Box 6200, 513 Church Street, Lynchburg, VA 24505-6200	None	Public Charity	Financial Freedom Project	\$73,305
Danville Church-Based Tutorial Program, Inc. P.O. Box 5482, Danville, VA 24540	None	Public Charity	Tutorial program	\$44,234
Caswell County Parish, Inc. P.O. Box 967, 1038 North Main Street, Yanceyville, NC 27379	None	Public Charity	Ashby Award	\$50,000
Danville-Pittsylvania County Habitat for Humanity 503 Hughes Street, Danville, VA 24541	None	Public Charity	Expansion feasibility study	\$13,500
Caswell County P.O. Box 98, 144 Court Square, Yanceyville, NC 37379	None	Political subdivision of the Commonwealth of Virginia	Caswell senior services - outdoor fitness/activity stations	\$10,000
City of Danville Department of Parks, Recreation and Tourism The Crossing at the Dan, 629 Craghead Street, Danville, VA 24541	None	Political subdivision of the Commonwealth of Virginia	Garden project	\$10,000
Danville Science Center, Inc 677 Craghead Street, Danville, VA 24541	None	Public Charity	Improvements for the Science on the Sphere exhibit	\$9,545
West Piedmont Better Housing Coalition, Inc. 651 Cardinal Place, Danville, VA 24541	None	Public Charity	Strengthen housing solutions	\$6,000
Riverview Rotary Club of Danville Virginia Foundation P.O. Box 2100, Danville, VA 24541	None	Public Charity	Switch Initiative	\$4,900
Danville Pittsylvania County Chamber Foundation, Inc. 8653 U S. Highway 29, Blairs, VA 24527	None	Public Charity	Rugby Tournament	\$4,527
Totals				\$3,416,430

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 15

Grants approved for future payment

Grantee - Name and Address	Relationship to Danville Regional Foundation	Foundation Status of Recipient	Purpose of Contribution	Amount
Virginia Early Childhood Foundation 8001 Franklin Farms Drive, Suite 116, Richmond, VA 23229	None	Public Charity	Smart Beginnings - Danville-Pittsylvania County School Readiness Initiative	\$5,449,180
IALR Foundation 150 Slayton Avenue, Danville, VA 24540	None	Public Charity	Dan River Plant Propagation Center	\$1,200,000
Danville Science Center (Division of the Science Museum of VA) 677 Craghead Street, Danville, VA 24541	None	Political subdivision of the Commonwealth of Virginia	Large format planetarium theater	\$947,919
Dan River Business Development Center 300 Ringgold Industrial Parkway, Danville, VA 24540	None	Public Charity	Expand operating capacity	\$608,000
Free Clinic of Danville 133 South Ridge Street, Danville, VA 24541	None	Public Charity	Capacity building	\$500,000
Southside Business Technology Center 22 East Church Street, Suite 318, Martinsville, VA 24112	None	Public Charity	Assist local entrepreneurs	\$394,000
Virginia College Of Osteopathic Medicine 2265 Kraft Drive, Blacksburg, VA 24060	None	Public Charity	Osteopathic post-grad education program-Danville	\$200,000
The Community Foundation of the Dan River Region P.O. Box 1039, Danville, VA 24543	None	Public Charity	Workforce training	\$150,000
Boys & Girls Club of the Danville Area 123 Foster Street, Danville, VA 24541	None	Public Charity	Planning and operations	\$75,000
City of Danville, VA P.O. Box 3300, Danville, VA 24543	None	Political subdivision of the Commonwealth of Virginia	River District/downtown plan	\$75,000
Danville Church-Based Tutorial Program, Inc. P.O. Box 5482, Danville, VA 24540	None	Public Charity	B R. Ashby Award for outstanding community service	\$50,000
Danville Pittsylvania County Chamber Foundation P O. Box 99, Blairs, VA 24527	None	Public Charity	Teacher creativity grant program	\$20,231
City of Danville Department of Parks, Recreation and Tourism P.O. Box 3300, Danville, VA 24543	None	Political subdivision of the Commonwealth of Virginia	Riverwalk fitness station	\$10,000

Grants approved for future payment

Grantee - Name and Address	Relationship to Danville Regional Foundation	Foundation Status of Recipient	Purpose of Contribution	Amount
Camp Grove Neighborhood Educational Opportunity Center 337 Bradley Road, Danville, VA 24540	None	Public Charity	Gardent project, health fair, training sessions	\$10,000
Danville Public Schools P.O. Box 9600, 341 Main Street, Danville, VA 24541	None	Political subdivision of the Commonwealth of Virginia	Landscaping and other improvements	\$10,000
Caswell County Gunn Memorial Library 161 Main Street East, Yanceyville, NC 27379	None	Political subdivision of the state of NC	Technological infrastructure and staff training	\$8,052
Totals				<u>\$9,707,382</u>

Letter of Inquiry

Step One: Letter of Inquiry

Letters of Inquiry should be directed to

Karl Stauber, President & CEO
Danville Regional Foundation
103 South Main Street
Danville, VA 24541

[Click here to send letter of inquiry attached to email](#)

Upload letter now

Attach your letter of inquiry (Word or PDF)

Letters of Inquiry should be brief (no more than three pages) and should include the name, address, and tax status of the possible applicant, the purpose of the possible grant, and the explanation of how it meets the criteria (mission, values, and areas of focus). The letter should identify the need, opportunity, and potential impact of the proposal if funded. Finally, the letter should briefly identify how the effort will be sustained after DRF funding ceases. Please specify the amount being requested from DRF.

The Foundation is open to requests that occur in stages, such as a planning grant inquiry followed by implementation as a follow-on inquiry.

DRF's goal is to respond to all inquiries within 90 days.

Please note, DRF does not support:

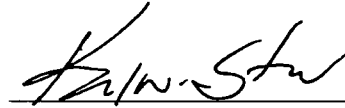
- Programs operating or benefiting primarily those outside its geographic focus area,
- Grants to organizations that do not have 501(c)(3) nonprofit charitable or government status,
- Grants to individuals,
- Grants to faith-based institutions for religious purposes,
- Dinners, benefits, and other fund raising events,
- Requests that seek to substitute or supplant funding that is the legitimate responsibility of government (However, on occasion DRF will consider requests to supplement government funds when major benefits to the Region and DRF's mission are apparent.)
- Grants to fire departments, rescue squads, and public safety organizations unless extraordinary circumstances exist and it is apparent how such projects produce one or more of the Foundation's four outcomes. The projects would also need to have a significant multiplier effect upon a substantial portion of DRF's region.
- Capital projects, such as building construction, debt reduction, and endowment, unless they are explicitly tied to one or more DRF outcomes, benefit a significant portion of the region, demonstrate broad-based support, have a significant multiplier effect, significantly increase the core capacity of an organization, or have an extraordinary impact in the region. In the unusual circumstance when DRF does choose to fund a capital project, funding would normally be limited to 40% or less of the project's estimated cost.
- Broad, unfocused requests
- Requests from units of government that have their own capacity to raise funds, or requests that are intended to reduce the funding responsibilities of taxing authorities.

After we review your letter of inquiry, we will respond with your login credentials to complete an online grant application.

Danville Regional Foundation
EIN: 20-3319727
2010 Federal Form 990-PF

Statement 17

The attached bylaws are a complete and true copy of the amended bylaws approved by the Danville Regional Foundation's Board of Directors on July 13, 2010.



Karl Stauber
President and CEO
Danville Regional Foundation

7.13.11

Date

**DANVILLE REGIONAL FOUNDATION
BYLAWS**

TABLE OF CONTENTS

ARTICLE I	NAME.....	1
ARTICLE II	PURPOSE.....	1
ARTICLE III	MEMBERSHIP.....	1
ARTICLE IV	BOARD OF DIRECTORS	1
4.1	Number and Qualifications	1
4.2	Governance	2
4.3	Election of Directors and Officers	2
4.4	Termination of Directors.....	3
4.5	Vacancies	3
4.6	Compensation of Members	3
4.7	Meeting of Directors	3
4.8	Tax Exempt Status	6
4.9	Director Orientation, Education and Evaluation.....	6
4.10	Operating Policies	6
ARTICLE V	OFFICERS.....	6
5.1	Number and Qualifications	6
5.2	Term Limitations	7
5.3	Duties of Officers.....	7
ARTICLE VI	BOARD COMMITTEES	8
6.1	Standing or Ad Hoc	8
6.2	Meeting, Notice and Quorum	11
6.3	Additional Consultants.....	11
6.4	Resignations and Removals	11
6.5	Vacancies	11
6.6	Combination of Committee Functions.....	11
ARTICLE VII	CONFLICTS OF INTEREST.....	12
7.1	General Policy.....	12
7.2	Disclosure	12
7.3	Abstention/Removal	12
7.4	Gifts and Favors.....	12
7.5	Staff Services to Other Organizations.....	13

ARTICLE VIII	GENERAL PROVISIONS	13
8.1	Audits and Financial Reports.....	13
8.2	Auxiliary and Association Organizations	13
8.3	Fiscal Year	14
8.4	Corporate Seal.....	14
8.5	Waiver of Notice.....	14
8.6	Procedure	14
8.7	Roberts Rules of Order	14
8.8	Construction of Terms and Headings	14
8.9	Review of Bylaws	14
ARTICLE IX	LIABILITY	15
9.1	General Liability	15
ARTICLE X	AMENDMENTS TO BYLAWS	15
10.1	Procedure	15

BYLAWS OF
DANVILLE REGIONAL FOUNDATION

ARTICLE I

NAME

The name of the Corporation is Danville Regional Foundation, whose central office is located at 103 South Main Street, Danville, Virginia.

ARTICLE II

PURPOSE

The Corporation is a non-profit corporation organized exclusively for charitable, scientific and educational purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code. The purposes of the Corporation are set forth in Article 2 of the Articles of Incorporation of the Corporation.

ARTICLE III

MEMBERSHIP

The Corporation shall have no members.

ARTICLE IV

BOARD OF DIRECTORS

4.1 Number and Qualifications

4.1.1 The Board of Directors shall consist of not less than nine (9) nor more than eleven (11) Directors, as determined by the Board of Directors. Requirements for membership shall be as follows:

4.1.2 Subject to the provisions of Section 4.1.3 below, all nominees for membership shall be at least eighteen (18) years of age. Selection of a Director shall be based on an individual's ability, with no restrictions as to race, creed, color, national origin, sex or socioeconomic status. Willingness to give as much time as is reasonably requested is required. The nominee must be willing: to accept responsibility for governance, including availability to participate actively in Board and Committee activities; to provide input in areas of interest and expertise; and to utilize experience in organizational and community activities. The art of managing people, money and property are important considerations. A member must be honest and above political influence. To the extent practicable,

the Board should include a broad representation of the communities served by the Corporation and its affiliates

- 4.1.3** Currently serving elected local, county, state and federal officials shall not be entitled to serve on the Board of Directors.

4.2 Governance

Unless otherwise provided herein, the Corporation shall be governed and operated by and under the authority of the Board of Directors, and the business and affairs of the Corporation shall be managed under the Board's direction. The Corporation may be the sole member of one or more nonstock corporations or the sole shareholder of one or more stock corporations. Together, any such other corporations shall be referred to herein as affiliates of the Corporation. The Board shall have full power and authority to create, prescribe and approve Bylaws, rules and regulations for itself and any of its affiliates. Final authority for the establishment of all policy pertaining to the Corporation and its affiliates for operation, maintenance and development, and for the attainment of its objectives shall be vested in the Board of Directors.

The Board of the Danville Regional Foundation ensures that the Foundation operates in the best interests of the mission of the Foundation. The Board shall adopt and members will comply with a Board policy which sets forth the primary responsibilities and legal duties of the Board and individual Board members and provides the Board with a Code of Conduct.

4.3 Election of Directors and Officers

At its annual meeting, the Board shall elect persons to fill the vacancies in its membership created by expiring terms or vacated Directors' positions. Any election or re-election of any Director shall require the affirmative vote of a majority of the then actual membership of the Board of Directors. Any election or re-election of any officer shall require the affirmative vote of a majority of Directors at a meeting in which a quorum is present. Except as may be provided in the Corporation's Articles of Incorporation, each elected Director shall hold office for a term of three (3) years and until his successor is elected and qualified. No director shall serve more than three consecutive full terms except as may be provided in the Corporation's Articles of Incorporation. Any person having completed three terms of three years can be re-elected after a one year absence from the Board. Such terms of office shall be staggered by class in accordance with the Articles of Incorporation.

- 4.3.1** At least ten (10) days prior to the annual meeting, the Nominating Committee shall provide in writing to each member of the Board a proposed list of Directors and officers and a list of nominees who have acknowledged that they are willing to serve as an officer or Director. Nominations for officers and Directors also may be made from the floor at the annual meeting. Directors and officers shall be elected in accordance with the provisions of the Articles of Incorporation.

4.3.2 Officers and Directors elected in accordance with Section 4.3.1 will begin elected terms effective the date of the annual meeting.

4.4 Termination of Directors

Any Director may resign at any time by giving written notice to the Chairman or to the Secretary of the Corporation. Such resignation, which may or may not be made contingent upon formal acceptance by the Board, shall take effect on the date of receipt or at any later time specified in it. Any Director may be suspended for a period of time specified by the Board or removed permanently, with or without cause, at any time by the affirmative vote of a majority of the then actual membership of the Board at a meeting of the Board called for the purpose of suspending or removing the Director. Notice of such meeting must state that the purpose, or one of the purposes, of the meeting is the suspension or removal of the Director.

4.5 Vacancies

Vacancies in elected directorships due to death, resignation, suspension or removal, or an increase in the authorized number of Directors, may be filled by the affirmative vote of a majority of the remaining number of Directors, even if such number constitute fewer than a quorum. In the event a vacancy occurs on the Board, or in any office, the Nominating Committee shall select and recommend a candidate for replacement. This candidate is to be presented to the next regular meeting of the Board of Directors; such nomination to stand for a minimum of thirty (30) days, or until the next regular meeting, before election takes place. Any Director so elected shall hold office for the unexpired portion of the term of the vacated Director. For the purpose of determining term, if the remaining period exceeds one and one-half years, it shall be considered a full term.

4.6 Compensation of Members

Board members and members of all committees shall receive no compensation for any services rendered in their capacities as Directors or committee members. However, nothing herein contained shall be construed to preclude any Director or committee member from receiving compensation for other services actually rendered or reimbursement for out of pocket expenses incurred and appropriately documented in serving the Corporation as a Director or in any capacity.

4.7 Meeting of Directors

4.7.1 Annual Meetings of the Board:

The annual meeting of the Board shall be held on the second Tuesday of May, unless otherwise designated by the Chairman. The purpose of the annual meeting is to elect officers and Directors and to transact such other business as may properly come before the meeting. Directors shall be given written notice ten (10) days prior to the annual meeting.

4.7.2 Regular Meetings of the Board:

Regular meetings of the Board shall be held on the second Tuesday of every other month at such location as may be designated by the Chairman, provided, however, that the Chairman or the Board by a majority of voting members present may cancel or postpone a scheduled meeting with notice as required in Section 4.7.4(a).

4.7.3 Special Meetings of the Board:

Special meetings of the Board shall be held at such location as may be designated by the Chairman, and may be called at any time by the Chairman, or by not less than one-third of the Directors. The business to be transacted at any special meeting of the Board shall be limited to those items of business set forth in the notice of the meeting.

4.7.4 Place, Notice and Procedure of Board Meetings:

a. Notification of Change in Regular and Annual Meeting:

Directors shall be given written notice of changes in the Board of Directors' regular or annual meeting date, location or time. Such notice is to be given no less than ten (10) days prior to the meeting and shall set forth the time and place of any rescheduled meeting.

b. Special Meetings:

Directors shall be given notice of each special meeting of the Board, and such notice shall set forth the time and place of the meeting and notice of the matters of business to be transacted. Notice of each special meeting shall be mailed to each Director's residence or usual place of business at least five (5) days before the date of the meeting or delivered in person or by facsimile or e-mail at least two (2) days before the date of the meeting. Business to be transacted at any special meeting of the Board shall be limited to the matters set forth in the notice of the meeting.

c. Waiver of Notice:

Notice of any meeting of the Board may be waived by a Director before or after the date and time stated in the notice, and such waiver shall be equivalent to the giving of such notice. Such waiver shall be in writing, signed by the Director entitled to the notice, and filed with or entered upon the records of the meeting. The attendance of any Director at any meeting without protesting prior to or at the commencement of the meeting shall be deemed to be a waiver by him of proper notice of the meeting.

4.7.5 Quorum:

A majority of the Directors in office at the beginning of the meeting shall constitute a quorum for the transaction of business. In addition to those Directors who are physically present at a meeting, Directors shall for purposes of these Bylaws be deemed present at such meeting if a telephone or similar communications device by means of which all persons participating in the meeting can hear each other at the same time is used. The act of a majority of the Directors present and voting at a meeting at which a quorum is present shall be the act of the Board. After a quorum has been established at a meeting, the subsequent withdrawal of Directors from the meeting so as to reduce the number of Directors present to fewer than the number required for a quorum shall not affect the validity of any act taken by the Board at the meeting or any continuation thereof, as long as one-third (1/3) of the number of Directors in office at the beginning of the meeting remain present. A majority of the Directors present, whether or not a quorum exists, may adjourn any meeting of the Board to another time and place. At such adjourned meeting, a quorum shall be established.

4.7.6 Attendance:

Directors are expected to attend as many Board and assigned committee meetings as possible. Annually, the Chairman shall review the attendance records of all members for the prior year. He shall counsel each member whose unexcused absences exceed fifty percent (50%). If unexcused absences continue, the Chairman may either ask for resignation or recommend removal in accordance with Section 4.4, if he deems such action appropriate.

4.7.7 Minutes, Attendance, Continuing Education and Orientation:

A written record of all Board and Board Committee proceedings, attendance and actions shall be maintained by the Secretary or his designee. Board Committee minutes, recommendations, and actions will be presented at the next meeting of the Board for review and appropriate action. A written record shall also be maintained of Board orientation, evaluation and continuing education.

The Chairman, with assistance from the President, shall assure the provision of orientation for all new Board members and any non-board members serving on standing or ad hoc committees.

4.7.8 Board and Board Committee Action Without a Meeting:

Any action that may be taken at a meeting of the Board or any committee thereof may be taken without a meeting if the action is taken by all members of the Board or committee and such action is evidenced by one or more written consents stating the action taken, signed by each member either before or after the action taken, and included in the minutes of the Board or committee.

4.8 Tax Exemption Status:

Directors shall not exercise their powers in any manner that would disqualify the Corporation as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986 ("Code") exempt from federal income tax under Section 501(a) of the Code or disqualify any gift as a deductible charitable contribution in computing any federal income or transfer tax of the donor or the donor's estate.

4.9 Director Orientation, Education and Evaluation:

The Chairman shall plan and implement periodically programs designed to help Directors understand and fulfill their responsibilities and shall periodically direct the evaluation of Board and Director performance.

- a. All new Directors shall participate in an orientation program.
- b. A program of continuing education shall be available to all Directors.
- c. The performance of the full Board and of individual Directors may be evaluated by appropriate means, such as self-assessment checklists and consultants.

4.10 Operating Policies:

The Board shall develop operating policies, including but not limited to policies relating to grantmaking, investment of funds and personnel matters covering executive leadership and staffing. The policies developed by the Board shall govern the actions of the Corporation with respect to the matters addressed therein.

ARTICLE V

OFFICERS

5.1 Number and Qualifications

The officers of the Corporation shall be: a Chairman and a Vice Chairman, both of whom shall be Directors of the Corporation; a President & Chief Executive Officer, who shall not be a Director of the Corporation; and a Secretary, a Treasurer and such other executive officers and subordinate officers, who are not required to be Directors of the Corporation, as may be determined necessary and appropriate by the Board of Directors. Officers shall be elected annually by the Board of Directors in accordance with the provisions of Section 4.3 for a term of one (1) year, but are subject to removal with or without cause by the affirmative vote of a majority of Directors at any meeting at which a quorum is present; provided, however, that the officer whose removal is sought shall have been given thirty (30) days notice in writing of the proceeding to remove and the reasons therefor. In the event any of the above offices are vacated, including that of Chairman, an election will be held at the next Board meeting to fill such vacancy. Officers may delegate clerical work incident to their duties to the administrative staff.

5.2 Term Limitations

Neither the Chairman nor the Vice Chairman shall serve more than three successive full terms in their respective offices, but each may be eligible for re-election to such office after having not been in such office for a period of at least one year.

5.3 Duties of Officers

5.3.1 Chairman:

The Chairman shall preside at all meetings of the Board. He shall appoint annually all committees, both standing and ad hoc, of the Board and their Chairmen, subject to the approval of the Board. He shall make every effort to motivate Board Committees to accept and complete their assigned responsibilities. He shall perform all such other duties as are incident to this office or are properly assigned to him by the Board of Directors, and shall make any and all recommendations to the Board that he may deem necessary. The Chairman shall be an ex officio member of all committees.

5.3.2 Vice Chairman:

The Vice Chairman shall be a member of the Board of Directors and serve as its Vice Chairman. He shall perform such duties as may be assigned to him by the Board or the Chairman. In the absence of the Chairman, or in the event of his disability or inability to act, the Vice Chairman shall perform the duties of the Chairman with the full powers of, and subject to the restrictions upon, the Chairman.

5.3.3 President & Chief Executive Officer

The President & Chief Executive Officer shall be the chief executive officer of the corporation. He shall oversee management and operations of the Corporation and implement the policy decisions of the Board of Directors. The President & Chief Executive Officer shall not be a member of the Board of Directors.

5.3.4 Secretary:

The Secretary shall provide for the keeping of minutes of all meetings of the Board and Board Committees. He shall give or cause to be given appropriate notices in accordance with these Bylaws or as required by law, and shall act as custodian of all corporate records and reports and of the Corporate Seal, assuring that it is affixed, when required by law, to documents executed on behalf of the Corporation. He shall perform such other duties as may be prescribed by the Board of Directors and as are incident to the office of Secretary of a corporation under the laws of the Commonwealth of Virginia.

5.3.5 Treasurer:

It shall be the responsibility of the Treasurer to see that proper and accurate accounts are kept of all properties and financial transactions of the Corporation and to insure that such accounts, assets and liabilities are audited annually by an outside independent certified public accountant and reviewed by any corporate committees according to these Bylaws.

The Treasurer shall assure that the officers or employees of the Corporation who handle or have access to the funds of the Corporation are bonded in amounts deemed appropriate by industry standards. The Treasurer shall assure that all officers and Directors of the Corporation are properly indemnified against liability or losses as a result of their service on the Board in an amount deemed appropriate by industry standards and approved by the Board.

The Treasurer, if a member of the Board of Directors, shall serve on the Investment Committee and, in addition, shall perform all acts incident to the Office of the Treasurer of a corporation operating under the laws of the Commonwealth of Virginia. If not a Board member, but instead an employee of the Foundation, the Treasurer shall assist the Investment Committee.

5.3.6 Assistant Secretary and/or Assistant Treasurer:

If provided for by the Board, the Assistant Secretary and the Assistant Treasurer shall, in the absence or disability of the Secretary or Treasurer, respectfully, have the duties and powers of the Secretary or Treasurer and shall have such other duties and powers as the Board may from time to time prescribe.

ARTICLE VI

BOARD COMMITTEES

6.1 Standing or Ad Hoc

The Board shall maintain a Nominating Committee, Financial Investment Committee, Community Investment Committee, Audit Committee, and Bylaws/Governance Committee. The Chairman shall appoint and authorize any additional standing or ad hoc committees as he deems necessary, consistent with these Bylaws and subject to the approval of the Board. The committee members, whether they be Directors or not, shall serve at the pleasure of the Chairman with the approval of the Board of Directors. The purpose of Ad Hoc committees shall be defined by the Chairman and approved by the Board of Directors. Membership of Ad Hoc Committees shall be appointed by the Chairman and are subject to approval by the full Board. All Ad Hoc Committees shall have explicit duties and responsibilities and a specified time period. Ad Hoc committees shall expire after one year unless the Board acts to extend their mandate.

6.1.1. Nominating Committee:

a. **Number and General Provisions**

The Nominating Committee shall be composed of three (3) or more members who are Directors of the Corporation. Members of the Nominating Committee shall be nominated by the Chairman and approved by the affirmative vote of a majority of the then actual membership of the Board of Directors.

b. **Duties and Responsibilities**

The primary responsibilities of the Nominating Committee shall consist of identifying and recommending to the Board of Directors individuals qualified and willing to serve as directors and officers of the Corporation and, at the request of the Board, to review related Board development issues, including succession planning.

6.1.2 Financial Investment Committee:

a. **Number and General Provisions**

The Financial Investment Committee shall be composed of three (3) or more members who are Directors of the Corporation and all of whom shall have requisite working familiarity with basic finance and investment practices. In the discretion of the Board, the Financial Investment Committee may also include individuals who are not members of the Board. Members of the Financial Investment Committee shall be nominated by the Chairman and approved by the affirmative vote of a majority of the then actual membership of the Board of Directors.

b. **Duties and Responsibilities**

The primary responsibilities of the Financial Investment Committee shall consist of: monitoring the investment and reinvestment of the assets of the Corporation; evaluating the performance of investment managers; utilizing investment advisors as necessary; evaluating investment policies for possible revisions; determining the employment and termination of investment managers; and reviewing other financial matters and making recommendations regarding such to the Board of Directors.

6.1.3 Community Investment Committee:

a. **Number and General Provisions**

The Community Investment Committee shall be composed of three (3) or more members who are Directors of the Corporation. In the discretion of the Board, the Community Investment Committee may also include

individuals who are not members of the Board. Members of the Community Investment Committee shall be nominated by the Chairman and approved by the affirmative vote of a majority of the then actual membership of the Board of Directors.

b. Duties and Responsibilities

The primary responsibilities of the Community Investment Committee shall consist of: formulating criteria and procedures for all monetary grants from the Corporation; reviewing proposed grants to assure their consistency with operating plans for the Corporation as formulated by the Board of Directors; recommending proposed grants to the Board of Directors; and reviewing other matters regarding the grants and making recommendations regarding such to the Board of Directors.

6.1.4 Audit Committee

a. Number and General Provisions

The Audit Committee shall be composed of three (3) or more members who are Directors of the Corporation. In the discretion of the Board, the Audit Committee may also include individuals who are not members of the Board and have expertise in accounting. Members of the Audit Committee shall be nominated by the Chairman and approved by the affirmative vote of a majority of the then actual membership of the Board of Directors.

b. Duties and Responsibilities

The primary responsibilities of the Audit Committee shall consist of overseeing the financial reporting process, the system of internal controls and the audit process; exercising prudent judgment in reviewing, considering, and recommending the approval of independent auditors of the Foundation's financial statements; reviewing the budget proposed by the President & CEO and developing and recommending to the Board of Directors the annual operating budget; and being the Board designated recipient of any concerns raised consistent with the Foundation's "Whistle Blower" policy.

6.1.5 Bylaws/Governance Committee

a. Number and General Provisions

The Bylaws/governance Committee shall be composed of three (3) or more members who are Directors of the Corporation. In the discretion of the Board, the Bylaws/Governance Committee may also include individuals who are not members of the Board. Members of the Bylaws/Governance Committee shall be nominated by the Chairman and

approved by the affirmative vote of a majority of the then actual membership of the Board of Directors.

b. Duties and Responsibilities

The primary responsibilities of the Bylaws/Governance Committee shall be to review and recommend proposed changes in the Bylaws for Board consideration, to assure that the Bylaws are current and reflect Board actions, to assist the Board in assuring that the Foundation's governance policies are reflective of current good practices and legal requirements.

6.2 Meeting, Notice and Quorum

Meetings of any committee may be called by the Chairman of the Board, the Chairman of the committee or a majority of the committee's voting members. Each committee shall meet as often as is necessary to perform its duties except where frequency of meetings is specified in these Bylaws. Notice may be given at any time and in any manner reasonably designed to inform the members of the time and place of the meeting. A majority of the voting members of any committee shall constitute a quorum for the transaction of business at any meeting of such committee. Each committee shall keep minutes of its proceedings and report periodically to the Board.

6.3 Additional Consultants

The Chairman may invite, on an ad hoc basis, additional individuals with special expertise in pertinent areas to meet with and assist any committee. Such consultants shall not be counted in determining the existence of a quorum nor be allowed to vote.

6.4 Resignations and Removals

Any member of a committee may resign at any time by giving written notice to the Chairman or to the Secretary of the Corporation. Such resignation, which may or may not be made contingent on formal acceptance, shall take effect on the date of receipt or at any later time specified in it. The Chairman may, with prior approval of the Board, remove any member of a committee.

6.5 Vacancies

A vacancy in any committee shall be filled for the unexpired portion of the term in the same manner in which original appointment to such committee is made.

6.6 Combination of Committee Functions

The Board may assign the functions of any special and/or standing committee to a combined or new committee or to the Board acting as a committee of the whole.

6.7 Advisory Members

Each year at the Annual Meeting, up to four members of the community shall be invited to serve one-year terms on a Foundation committee as an Advisory Member. Such committee members shall provide expertise and knowledge to a standing or ad hoc committee and shall have voting privileges for said committee. Advisory Members may only serve two successive, one-year terms. Serving as an Advisory Member shall not guarantee a position on the Foundation Board at any time.

Advisory Members shall provide additional community input and personal expertise, serve as communications links within the region served by the Foundation, and learn about the work of the Foundation and its decision-making process. Invitations to serve shall reflect the needs of the Foundation and its committees, at that time, for representation in areas of expertise, geographical location, race, gender, and age. The Advisory Members shall be invited to attend portions of Foundation Board Meetings and shall be excused after respective committee reports are made.

**ARTICLE VII
CONFLICTS OF INTEREST**

7.1 General Policy

Directors, officers, staff members and advisory members of the Corporation committees, task forces and similar groups (collectively, "Affiliated Individuals") are expected to act at all times in the best interest of the Corporation, and to avoid both the fact and the appearance of a conflict of interest between the Corporation and other organizations or activities with which the Affiliated Individual may be associated or involved.

7.2 Disclosure

7.2.1 Annually, or more often as circumstances warrant, each Affiliated Individual shall provide to the Chairman a written statement regarding Conflicts of Interest, the form and content of which is to be determined from time to time by the Board.

7.2.2 Whenever any matter arises in the course of Board or committee meetings or otherwise where Corporation affairs are being considered, which represents a conflict or a potential conflict of interest for an Affiliated Individual, that person will immediately declare the conflict or potential

conflict, and thereafter act in accordance with this policy with respect to discussion and/or voting relative to said matter.

7.3 Abstention/Removal

Affiliated Individuals shall abstain from voting or the exercise of personal influence on any matter which represents a conflict or a potential conflict of interest for such Individuals. For purposes of determining the presence of a quorum with respect to such matters, such Individuals shall not be counted. Minutes of meetings shall note specifically the abstention of such Individuals due to a conflict or potential conflict of interest, and the participant is limited to general discussion, the provision of information, and/or responses to questions. In the event any matter which represents a conflict or a potential conflict of interest for an Affiliated Individual which materially jeopardizes such Individual's ability to perform its duties to the Corporation, the Board may direct such Individual to remove the cause of the conflict or be removed from the Board.

7.4 Gifts and Favors

Affiliated Individuals shall not accept gifts or favors from any firm or individual which does or seeks to do business with, or is a competitor, grant recipient or potential grant recipient of the Corporation, under circumstances which imply reasonably that such action is intended to influence the Affiliated Individual(s) in the performance of his duties. The foregoing does not apply to the acceptance of items of nominal value (i.e. \$50.00) under circumstances or for reasons clearly unrelated to any particular transaction or activity of the Corporation.

7.5 Staff Services to Other Organizations

Staff service (a) as a volunteer officer, director, consultant and/or advisor to other charitable, civic, or service organizations, governmental or quasigovernmental units, or other entities, or (b) in such capacities for compensation (including reimbursement of actual and reasonable out-of-pocket expenses) is permitted; provided however, that such service is reported in advance to the Chairman and the President, that the performance of such service is not in conflict with the ability of the individual to properly discharge his responsibilities to the Corporation, that such service is closely monitored to avoid conflict or potential conflict of interest, and that any conflict or potential conflict of interest arising is promptly resolved in favor of the Corporation.

ARTICLE VIII

GENERAL PROVISIONS

8.1 Audits and Financial Reports

An independent auditor appointed or approved by the Board, based on recommendation of the Audit Committee shall at such time as the Board may determine but at least annually, prepare for the Corporation as a whole a consolidated financial statement, including a statement of combined capital assets and liabilities, and a statement of income, expenses, and distributions, and a list of projects and/or organizations to or for which funds were distributed or used for charitable purposes, and such other additional reports or information as may be ordered from time to time by the Board. The auditor shall also prepare such financial data as may be necessary for returns or reports that any state or federal government requires the Corporation to file. The auditor's charges and expenses shall be proper expenses of administration.

8.2 Auxiliary and Association Organizations

The Board may authorize the formation of auxiliary and associate organizations to assist in the fulfillment of the purposes of the Corporation and any of its affiliates. Each such organization shall establish its Bylaws, rules and regulations and make amendments thereto which shall be subject to Board approval and which shall not be inconsistent with these Bylaws or the standing rules of the Board. Volunteers, who are not members of the organized auxiliary, shall be governed by the Administrative Policy/Procedure Manual of the Corporation or any of its affiliates.

8.3 Fiscal Year

The fiscal year of the Corporation shall begin on the 1st day of January of each year and end on the 31st day of December of each year.

8.4 Corporate Seal

The seal of the Corporation shall be circular in form and shall have inscribed on its face the words, "Corporate Seal" and the Corporate name.

8.5 Waiver of Notice

Whenever any notice is required to be given under the provisions of the Virginia Nonstock Corporation Act, under the Articles of Incorporation, or under these Bylaws, a waiver thereof in writing signed by the person entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice where such waiver is permitted by state law. All such waivers shall be filed with the corporate records, or be made a part of the minutes of the relevant meeting.

8.6 Procedure

The Board, Board committees, and special committees may adopt rules of procedure which shall be consistent with these Bylaws.

8.7 Roberts Rules of Order

Any procedure or point of order that is not outlined in these Bylaws will be guided by Roberts Rules of Order.

8.8 Construction of Terms and Headings

Words used in these Bylaws shall be read as the masculine or feminine gender as the singular or plural, as the context requires. The captions or headings in these Bylaws are for convenience only and are not intended to limit or define the scope or effect of any provision of these Bylaws.

8.9 Review of Bylaws

From time to time, as necessary, but not less than biennially, the Bylaws/Governance Committee shall review the Bylaws of the Corporation. After review, the committee shall report to the Board any recommendation or changes deemed necessary or appropriate.

ARTICLE IX

LIABILITY

9.1 General Liability

No officer, committee member or employee of the Corporation, or other persons shall contract or incur any debt on behalf of the Corporation, or in any way render it liable unless authorized by the Board of Directors. No officer, committee member or employee of the Corporation or other person is authorized to promise moral or financial support to any charitable or other objective without the approval of the Board of Directors provided, however, that the President may negotiate or make such commitments as may be appropriate within the Corporation's budget and for which he shall be accountable to the Board.

The President is responsible for assuring that the Directors and Officers of the Corporation shall at all times be covered by an appropriate level of directors and officers liability insurance.

ARTICLE X

AMENDMENTS TO BYLAWS

10.1 Procedure

These Bylaws, or those of any of the affiliates of this Corporation, may be amended or repealed and new Bylaws adopted by a majority vote of the Board of directors present at

any regular meeting if at least ten (10) days written notice is given of the intention to take such action.

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	Name of exempt organization	Employer identification number
	Danville Regional Foundation	20-3319727
	Number, street, and room or suite no. If a P.O. box, see instructions. 103 South Main Street	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Danville, VA 24541	

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	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 Foundation

- The books are in the care of ► **103 South Main Street - Danville, VA 24541**
Telephone No ► **434-799-2176** FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **August 15, 2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2010** or
► ☐ tax year beginning , and ending .

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	60,000.
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	\$	104,590.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	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.

LHA For Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2011)