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Form **990-PF**

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

OMB No 1545-0052

2011Department of the Treasury
Internal Revenue Service

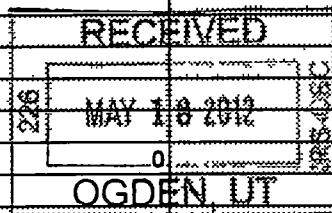
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2011 or tax year beginning , and ending

Name of foundation CAMP FOUNDATION		A Employer identification number 54-6052488
Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 813	Room/suite	B Telephone number (see instructions) 757-562-3439
City or town, state, and ZIP code FRANKLIN VA 23851		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 13,968,294	J Accounting method: ☐ Cash ☐ Accrual ☒ Other (specify) MODIFIED CASH	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	7	7	7	
	4 Dividends and interest from securities	288,768	288,768	288,768	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 Stmt 1	-252,028			
	b Gross sales price for all assets on line 6a 8,996,091				
	7 Capital gain net income (from Part IV, line 2)		0	0	
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns & allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) Stmt 2	8,291	8,291	8,291		
12 Total. Add lines 1 through 11	45,038	297,066	297,066		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) Stmt 3	9,100	455		8,645
	c Other professional fees (attach schedule) Stmt 4	67,058	3,353		63,705
	17 Interest				
	18 Taxes (attach schedule) (see instructions) Stmt 5	989	989		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	491	25		466
	22 Printing and publications				
	23 Other expenses (att. sch.) Stmt 6	594	30		564
	24 Total operating and administrative expenses. Add lines 13 through 23	78,232	4,852	0	73,380
	25 Contributions, gifts, grants paid	747,830			747,830
26 Total expenses and disbursements. Add lines 24 and 25	826,062	4,852	0	821,210	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-781,024				
b Net investment income (if negative, enter -0-)		292,214			
c Adjusted net income (if negative, enter -0-)			297,066		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2011)
 SCANNED MAY 2 2 2012
 Operating and Administrative Expenses


Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	3,931	25,220	25,220
	2 Savings and temporary cash investments	1,085,617	1,956,215	1,956,215
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (att. schedule) ▶ Less: allowance for doubtful accounts ▶	0		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S. and state government obligations (attach schedule) Stmt 7	482,180		
	b Investments—corporate stock (attach schedule) See Stmt 8	9,818,567	8,652,086	8,114,911
	c Investments—corporate bonds (attach schedule) See Stmt 9	3,614,398	3,589,469	3,871,948
	11 Investments—land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach sch) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach sch) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	15,004,693	14,222,990	13,968,294
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ See Statement 10)	679		
	23 Total liabilities (add lines 17 through 22)	679	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☒			
	24 Unrestricted	15,004,014	14,222,990	
	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 (see instructions)	15,004,014	14,222,990	
	31 Total liabilities and net assets/fund balances (see instructions)	15,004,693	14,222,990	

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	15,004,014
2 Enter amount from Part I, line 27a	2	-781,024
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	14,222,990
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	14,222,990

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 CAPITAL GAIN DISTRIBUTIONS				
b SEE ATTACHED SCHEDULE 2		P	Various	Various
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 107,956			107,956
b 8,888,135		9,248,119	-359,984
c			
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			107,956
b			-359,984
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	-252,028
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	719,453	14,363,163	0.050090
2009	601,807	13,060,963	0.046077
2008	851,496	16,745,129	0.050850
2007	1,028,645	21,602,414	0.047617
2006	1,033,274	20,367,128	0.050732

2 Total of line 1, column (d)	2	0.245366
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.049073
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	14,930,342
5 Multiply line 4 by line 3	5	732,677
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,922
7 Add lines 5 and 6	7	735,599
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	821,210

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)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	2,922
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	2,922
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	2,922
6 Credits/Payments		
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	13,238
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	13,238
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	10,316
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax 10,316 Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation \$ (2) On foundation managers. \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	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	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	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?	6	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	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) VA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► WESTBROOK PARKER 717 CLAY STREET Located at ► FRANKLIN VA ZIP+4 ► 23851 Telephone no ► 757-562-3439			
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 2011, 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 the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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 instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A ► ☐	1b	
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 2011? N/A	1c	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ► 20 , 20 , 20 , 20 ☐ 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	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2011 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 2011.) N/A	3b	
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 2011?	4b	X

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

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☒ Yes ☐ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b		X
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 (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE SCHEDULE 1		0	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

Form 990-PF (2011) **CAMP FOUNDATION****54-6052488**Page **7****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)****3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions	
3	

Total. Add lines 1 through 3 ▶Form **990-PF** (2011)

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	15,136,584
b	Average of monthly cash balances	1b	21,124
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	15,157,708
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	15,157,708
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	227,366
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	14,930,342
6	Minimum investment return. Enter 5% of line 5	6	746,517

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	746,517
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,922
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,922
3	Distributable amount before adjustments Subtract line 2c from line 1	3	743,595
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	743,595
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	743,595

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	821,210
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	821,210
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	2,922
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	818,288

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				743,595
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011				
a From 2006	42,494			
b From 2007	5,906			
c From 2008	24,562			
d From 2009				
e From 2010	10,179			
f Total of lines 3a through e	83,141			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 821,210				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2011 distributable amount				743,595
e Remaining amount distributed out of corpus	77,615			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	160,756			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	42,494			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	118,262			
10 Analysis of line 9				
a Excess from 2007	5,906			
b Excess from 2008	24,562			
c Excess from 2009				
d Excess from 2010	10,179			
e Excess from 2011	77,615			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number of the person to whom applications should be addressed
SCHEDULE 6

b The form in which applications should be submitted and information and materials they should include.
SCHEDULE 6

c Any submission deadlines
SCHEDULE 6

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
SCHEDULE 6

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE SCHEDULE 5	INDIVIDUALS HAVE NO RELATIONSHIP TO MANAGEMENT	TO PROMOTE THE CHARITABLE OR EDUCATIONAL EFFORTS OF THE DONEE		747,830
Total			▶ 3a	747,830
b Approved for future payment N/A				
Total			▶ 3b	

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

- 1** Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
- a** Transfers from the reporting foundation to a noncharitable exempt organization of
- (1) Cash
- (2) Other assets
- b** Other transactions:
- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- 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.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)	X	
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[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
See Statement 12		

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

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No

**Sign
Here**

Signature of officer or trustee

Date _____

Title

Paid
Preparer
Use Only

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed

Firm's name ► **BRITT & PEAK, P.C.**

PTIN

Firm's address ► P.O. BOX 536
FRANKLIN, VA 23851

Firm's EIN ▶

Phone no

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description				How Received		Cost	Expense	Depreciation	Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price	Purchase					
SEE ATTACHED SCHEDULE 2									
	Various	Various	\$ 8,888,135	\$ 9,248,119	\$			\$	-359,984
Total			\$ 8,888,135	\$ 9,248,119	\$	0	0	\$	-359,984

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

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
MISCELLANEOUS INCOME	\$ 8,291	\$ 8,291	\$ 8,291
Total	\$ 8,291	\$ 8,291	\$ 8,291

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING FEES	\$ 9,100	\$ 455	\$	\$ 8,645
Total	\$ 9,100	\$ 455	\$ 0	\$ 8,645

Statement 4 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT FEES	\$ 67,058	\$ 3,353	\$	\$ 63,705
Total	\$ 67,058	\$ 3,353	\$ 0	\$ 63,705

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FORIEGN TAXES	\$ 989	\$ 989	\$	\$
Total	\$ 989	\$ 989	\$ 0	\$ 0

Statement 6 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses				
MISCELLANEOUS EXPENSE	594	30		564
Total	\$ 594	\$ 30	\$ 0	\$ 564

Federal Statements**Statement 7 - Form 990-PF, Part II, Line 10a - US and State Government Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
US OBLIGATIONS	\$ 482,180	\$	Cost	\$
Total	\$ 482,180	\$ 0		\$ 0

Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SEE ATTACHED SCHEDULE 3	\$ 9,818,567	\$ 8,652,086	Cost	\$ 8,114,911
Total	\$ 9,818,567	\$ 8,652,086		\$ 8,114,911

Statement 9 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SEE ATTACHED SCHEDULE 4	\$ 3,614,398	\$ 3,589,469	Cost	\$ 3,871,948
Total	\$ 3,614,398	\$ 3,589,469		\$ 3,871,948

Federal Statements

Statement 10 - Form 990-PF, Part II, Line 22 - Other Liabilities

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>
PAYROLL LIABILITIES	\$ <u>679</u>	\$ <u>0</u>
Total	\$ <u><u>679</u></u>	\$ <u><u>0</u></u>

Federal Statements

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

Description

SCHEDULE 6

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

Description

SCHEDULE 6

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

SCHEDULE 6

Federal Statements**Statement 11 - Form 990-PF, Part XVII, Line 1d - Schedule Information**

<u>Line No.</u>	<u>Amount Involved</u>	<u>Name of Noncharitable Exempt Organization</u>	<u>Description of Transfers Transactions, Etc.</u>
	\$	THE ELMS FOUNDATION	THE ELMS INCURS CERTAIN ADMINISTRATIVE EXPENSES ON BEHALF OF THE CAMP FOUNDATION AND IS REIMBURSED BY THE CAMP FOUNDATION FOR THESE EXPENSES.

Statement 12 - Form 990-PF, Part XVII, Line 2b - Schedule Information

<u>Name of Organization</u>	<u>Type of Organization</u>	<u>Description of Relationship</u>
THE ELMS FOUNDATION	PRIV OPER FOUND	COMMON OFFICERS/DIRECTORS
RUTH CAMP & HENRY CAMPBELL FOUNDATION	PRIVATE FOUND	COMMON OFFICERS/DIRECTORS
RUTH CAMP CAMPBELL CHARITABLE TRUST	PRIVATE FOUND	COMMON OFFICERS/DIRECTORS
CAMP YOUNTS FOUNDATION	PRIVATE FOUND	COMMON OFFICERS/DIRECTORS

Federal Statements

Taxable Interest on Investments

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code	US Obs (\$ or %)
INTEREST INCOME	\$ 7		14		
Total	\$ 7				

Taxable Dividends from Securities

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code	US Obs (\$ or %)
VARIOUS DIVIDENDS & INTEREST	\$ 288,768		14		
Total	\$ 288,768				

CAMP FOUNDATION

EIN: 54-6052488

SCHEDULE 1: OFFICERS/DIRECTORS

<u>Officers:</u>	<u>Title</u>	<u>Time devoted to position</u>	<u>Contributions to employee benefit plans</u>	<u>Expense and other</u>	<u>Compensation</u>
J. R. Marks	President/ Chair	Part	None	None	None
R. B. Drake	Vice-President	Part	None	None	None
S. W. Rawls, III	Treasurer	Part	None	None	None
W. J. Parker	Secretary	Part	None	None	None
<u>Directors:</u>					
S. C. Adams	Director	Part	None	None	None
N. M. Brewbaker	Director	Part	None	None	None
J. M. Camp, III	Director	Part	None	None	None
W. M. Camp, Jr.	Director	Part	None	None	None
R. B. Drake	Director	Part	None	None	None
B. K. Hedgepeth	Director	Part	None	None	None
J. R. Marks	Director	Part	None	None	None
P. C. Marks	Director	Part	None	None	None
V. S. Pittman, II	Director	Part	None	None	None
S. W. Rawls, III	Director	Part	None	None	None
R. H. Ray	Director	Part	<u>None</u>	None	<u>None</u>
			<u>None</u>		<u>None</u>

SCHEDULE 2

CAMP FOUNDATION
EIN: 54-6052488

2011 990-PF
PART IV
REALIZED GAINS AND LOSSES

DESCRIPTION	# OF SHARES	PROCEEDS	BASIS OF SHARES SOLD	GAIN/ (LOSS)
VANGUARD	7,974.684	94,500.00	81,299.89	13,200.11
Vanguard short term	8,864.916	94,500.00	93,539.67	960.33
ALLIANCE BERNSTEIN INTL	100,127.559	1,454,853.430	2,190,838.77	(735,985.34)
ALLIANCE BERNSTEIN INTL CL A	27,482.443	391,899.640	300,750.00	91,149.64
FIRST EAGLE FDS	18,593.397	383,697.000	426,248.56	(42,551.56)
DAVIS FUNDS	57,428.621	1,281,436.000	1,446,701.78	(165,265.78)
LAZARD FUNDS	22,935.624	414,964.000	428,543.81	(13,579.81)
APACHE	1100.000	96,553.09	83,373.75	13,179.34
CENOVUS ENERGY	2300.000	75,634.73	92,756.01	(17,121.28)
EOG RESOURCES	850.000	81,555.93	82,433.00	(877.07)
MCMORAN EXPLORE	7700.000	104,293.98	135,431.38	(31,137.40)
NATIONAL OILWELL INC	2450.000	158,793.14	106,872.50	51,920.64
SCHLUMBERGER	1850.000	122,172.64	90,188.79	31,983.85
AGNICO EAGLE MINES LTD	1400.000	81,291.39	90,912.78	(9,621.39)
BHP BILLITON	1600.000	120,987.11	145,058.00	(24,070.89)
GOLDCORP	1900.000	86,088.34	84,998.40	1,089.94
OSISKO MINING CORP	5500.000	52,777.36	43,205.14	9,572.22
SPDR GOLD TR	700.000	108,411.91	62,885.77	45,526.14
VALE SA	5500.000	144,805.61	137,489.54	7,316.07
CATERPILLAR	900.000	76,593.56	90,963.00	(14,369.44)
CUMMINS	1500.000	131,307.02	83,832.00	47,475.02
SGS HLDGS	90.000	120,082.61	98,662.60	21,420.01
AMAZON	800.000	145,487.20	115,548.41	29,938.79
DOLLAR TREE	2650.000	217,241.09	53,827.78	163,413.31
FAMILY DOLLAR	2400.000	132,052.95	94,114.80	37,938.15
GOLDEN EAGLE RETAIL	30000.000	60,885.89	77,054.60	(16,168.71)
ROSS STORES	2600.000	121,287.66	94,409.12	26,878.54
TJX COS	2000.000	123,572.62	83,911.60	39,661.02
HENGAN INTL GROUP	11200.000	102,369.81	43,744.66	58,625.15
NESTLE	1700.000	94,500.18	64,617.00	29,883.18
PEPSICO	1500.000	97,008.12	84,846.00	12,162.12
TSINGTAO BREWERY	18000.000	97,844.51	98,639.88	(795.37)
WANT WANT CHINA HLDGS	3000.000	145,617.19	72,780.00	72,837.19
DR REDDYS LABS	2400.000	71,688.61	88,584.00	(16,895.39)
EXPRESS SCRIPTS	2500.000	141,806.77	111,050.48	30,756.29
HENRY SCHEIN	1500.000	92,868.81	63,468.00	29,400.81
JOHNSON & JOHNSON	1500.000	89,698.42	89,190.00	508.42

SCHEDULE 2

CAMP FOUNDATION
EIN: 54-6052488

2011 990-PF
PART IV
REALIZED GAINS AND LOSSES

DESCRIPTION	# OF SHARES	PROCEEDS	BASIS OF SHARES SOLD	GAIN/ (LOSS)
CHEUNG KONG	5000.000	56,934.10	83,560.07	(26,625.97)
CHUBB	1500.000	100,348.06	93,317.25	7,030.81
HDFC BANK	2500.000	61,140.82	86,412.80	(25,271.98)
HONG KONG EXCHANGES	3800.000	59,764.92	86,620.59	(26,855.67)
STANDARD CHARTERED PLC	3500.000	73,335.55	81,180.25	(7,844.70)
AAC TECHNOLOGIES	32000.000	70,636.17	86,216.73	(15,580.56)
APPLE	600.000	229,338.10	121,861.83	107,476.27
GOOGLE	150.000	86,278.36	93,763.49	(7,485.13)
KINGDEE INTL SOFTWARE GROUF	64800.000	16,951.15	25,157.72	(8,206.57)
QUALCOMM CORP	2700.000	141,591.34	147,887.10	(6,295.76)
TENCENT HOLDINGS	5500.000	107,784.35	137,029.82	(29,245.47)
ZTE CORP	20160.000	69,494.56	90,159.77	(20,665.21)
USTB - 4.375 5/15/40	250000.000	240,798.75	271,640.62	(30,841.87)
UST STRIP INTER 5/15/40	700000.000	162,610.00	210,539.00	(47,929.00)
TOTAL		8,888,134.55	9,248,118.51	(359,983.96)

CAMP FOUNDATION
EIN: 54-6052488

SCHEDULE 3

Corporate Stocks

<u>Common Stocks and Mutual Funds</u>	<u>Number of shares or par value</u>	<u>Book Value</u>	<u>Market Value</u>
Davis Funds	96,176	\$ 2,412,514	\$ 2,093,742
First Eagle Funds	65,702	1,504,925	1,356,740
Lazard Funds	39,583	734,889	664,995
SPDR S&P 500 ETF	31,868	<u>3,999,758</u>	<u>3,999,434</u>
Total Common Stock and Mutual Funds		<u>\$ 8,652,086</u>	<u>\$ 8,114,911</u>

CAMP FOUNDATION

EIN: 54-6052488

SCHEDULE 4

Bond Funds

	<u>Number of shares or par value</u>	<u>Book Value</u>	<u>Market Value</u>
Vanguard Bond Index Fund Inc. - Intermediate	175,528	\$ 1,793,368	\$ 2,065,962
Vanguard Bond Index Fund Inc. - Short Term	170,215	<u>1,796,101</u>	<u>1,805,986</u>
Total Bond Funds		<u>\$ 3,589,469</u>	<u>\$ 3,871,948</u>

SCHEDULE 5

CAMP FOUNDATION

EIN: 54-6052488

2011 990-PF

PART XV (3A)

GRANTS AND CONTRIBUTIONS

<u>Name and Address</u>	<u>Purpose</u>
Alzheimer's Association #20 Interstate Corporate Center Norfolk, Virginia 23502	Health/Welfare
American Cancer Society Franklin/Southampton 808 Live Oak Drive Chesapeake, Virginia 23320	Cancer Research and Education
American Heart Association 360 Southport Circle, Suite 104 Virginia Beach, Virginia 23452	Heart Education
American Red Cross - Southampton Chapter Post Office Box 1036 Franklin, Virginia 23851	Health/Welfare
American Legion Post #73 Armory Drive Franklin, Virginia 23851	Health/Welfare
Blackwater/Nottoway Riverkeeper Program Post Office Box 44 Sedley, Virginia 23878	Health/Welfare
Blackwater Regional Library 22511 Main Street Courtland, Virginia 23837	Educational
Boys and Girls Club of Southeast Virginia 3415 Azalea Garden Road Norfolk, Virginia 23513	Health/Welfare
Chaplain Service of the Churches of Virginia 2317 Westwood Avenue Richmond, Virginia 23230	Chaplaincy of Southampton Correctional Complex
Children's Center, The Texie Camp Marks 700 Campbell Avenue Franklin, Virginia 23851	Recreation

SCHEDULE 5

CAMP FOUNDATION

EIN: 54-6052488

2011 990-PF

PART XV (3A)

GRANTS AND CONTRIBUTIONS

Chowan University 1 University Place Murfreesboro, North Carolina 27855	Educational
City of Franklin Post Office Box 179 Franklin, Virginia 23851	Furtherance of Municipal Endeavors
Colonial Coast Boy Scouts 11725 Jefferson Avenue Newport News, Virginia 23606	Futherance of Souting Programs
Colonial Coast Girl Scouts 4190 South Plaza Trail Suite 200 VA Beach, Virginia 23452-1931	Furtherance of Scouting Programs
Courtland Community Center 25499 Florence Street Courtland, Virginia 23837	Health/Welfare
Eastern Virginia Medical School 358 Mowbray Arch Suite 303 Norfolk, Virginia 23507	Educational
The Elms Foundation Post Office Box 813 Franklin, Virginia 23851	Historic Preservation
Foodbank of Southeastern Virginia Post Office Box 1940 Norfolk, Virginia 23501	Welfare
Franklin Cooperative Ministry Post Office Box 1214 Franklin, VA 23851	Health/Welfare
Franklin Downtown Association, Inc. Post Office Box 531 Franklin, Virginia 23851	Cultural/Historic
Franklin Little League Football, Inc. Post Office Box 634 Franklin, Virginia 23851	Youth Recreation

SCHEDULE 5

CAMP FOUNDATION

EIN: 54-6052488

2011 990-PF

PART XV (3A)

GRANTS AND CONTRIBUTIONS

Franklin Southampton Area Chamber Foundation Post Office Box 531 Franklin, Virginia 23851	Community Activities
Franklin Southampton Area United Way Post Office Box 366 Franklin, Virginia 23851	Community Activities
Franklin Southampton Community Concert Association 113 Woodland Drive Franklin, Virginia 23851	Cultural
Franklin/Southampton County Fair Post Office Box 640 Courtland, Virginia 23837	Community Activities
Franklin Southampton Economic Development, Inc. 601 North Mechanic Street Franklin, Virginia 23851	Health/Welfare
Fraternal Order of Police Post Office Box 676 Courtland, Virginia 23837	Health/Welfare
The Genieve Shelter Post Office Box 624 Smithfield, Virginia 23430-0624	Health/Welfare of Abused Women
Grazin' Acres Therapeutic Riding Center 14492 Ivor Road Sedley, Virginia 23878	Health/Welfare
High Street Senior Citizens 1607 Clay Street Franklin, Virginia 23851	Health/Welfare
High Street United Methodist Church Post Office Box 218 Franklin, Virginia 23851	Futherance of Souting Programs
Isle of Wight County Education Foundation Post Office Box 105 Isle of Wight, Virginia 23397	Futherance of School Activities

SCHEDULE 5

CAMP FOUNDATION

EIN: 54-6052488

2011 990-PF

PART XV (3A)

GRANTS AND CONTRIBUTIONS

Isle of Wight County Isle of Wight, Virginia 23397	Public Recreational Facilities Authority & Windsor Rescue
Jamestown-Yorktown Foundation Post Office Box 3605 Williamsburg, Virginia 23187	Cultural
Medical Foundation of Burkeville Post Office Box 45 Crewe, Virginia 23930	Health/Welfare
Museum of the Confederacy 1201 East Clay Street Richmond, Virginia 23219	Cultural
Nansemond Suffolk Academy 3373 Pruden Boulevard Suffolk, Virginia 23434	Educational
Nature Conservancy 490 Westfield Road Charlottesville, Virginia 22901	Cultural
Paul D. Camp Community College Post Office Box 737 Franklin, Virginia 23851	Educational
Presbyterian Home-Zuni Training Center 150 Linden Avenue Lynchburg, Virginia 24503	Health/Welfare
Rawls Museum Arts 22376 Linden Street Courtland, Virginia 23837	Cultural
Rock Church Franklin 130 Lakeview Road Franklin, Virginia 23851	Religious
The Salvation Army Post Office Box 1000 Suffolk, Virginia 23434	Health/Welfare

SCHEDULE 5

CAMP FOUNDATION

EIN: 54-6052488

2011 990-PF

PART XV (3A)

GRANTS AND CONTRIBUTIONS

Southampton Academy 320 Old Plank Road Courtland, Virginia 23837	Educational
Southampton County Post Office Box 400 Courtland, Virginia 23837	Furtherance of Municipal Endeavors
Southampton County Historical Society 33335 Statesville Road Newsoms, Virginia 23874	Historical Preservation
Southampton County Public Schools Post Office Box 26 Courtland, Virginia 23837	Educational
Southeast 4-H Educational Center Route 1, Box 484 Wakefield, Virginia 23888	Youth Programs
Theatre IV c/o Mr. Thomas M. Crowder 9014 Tarrytown Drive Richmond, Virginia 23229	Educational
Tidewater Academy Post Office Box 536 Wakefield, Virginia 23888	Educational
Tidewater Youth Services 2404 Airline Boulevard Portsmouth, Virginia 23701	Health/Welfare
Toby's Dream Foundation Inc. 283 Constitution Drive, Suite 900 Virginia Beach, Virginia 23462	Health/Welfare
University of Richmond Law School Advancement Maryland Hall Room 112 Richmond, Virginia 23173	Educational
Village at Woods Edge 1401 North High Street Franklin, Virginia 23851	Health/Welfare

SCHEDULE 5

CAMP FOUNDATION

EIN: 54-6052488

2011 990-PF

PART XV (3A)

GRANTS AND CONTRIBUTIONS

Virginia College Fund, The 6002 West Broad Street Richmond, Virginia 23230	Educational
Virginia Foundation for Independent Colleges 8010 Ridge Road Richmond, Virginia 23229	Educational
Virginia Museum of Marine Sciences Foundation, Inc. 1917 Artie Avenue Virginia Beach, Virginia 23451	Educational
Virginia Legal Aid Society Post Office Box 6058 Lynchburg, Virginia 24505	Welfare
The Virginia Symphony Post Office Box 26 Norfolk, Virginia 23501	Cultural Activities
Western Tidewater Free Clinic 2019 Meade Parkway Suffolk, Virginia 23434	Health/Welfare
WHRO - Channel 15 5200 Hampton Boulevard Norfolk, Virginia 23508	Educational
Windsor Athletic Association Post Office Box 334 Windsor, Virginia 23487	Youth Activities
YMCA of South Hampton Roads 250 West Brambleton Avenue Norfolk, Virginia 23510	Youth and Adult Activities

SCHEDULE 5

CAMP FOUNDATION

EIN: 54-6052488

2011 990-PF

PART XV (3A)

**CAMP FOUNDATION COLGATE W. DARDEN
SCHOLARSHIPS (THESE BEING GRANTS OF \$5,000 EACH)**

<u>NAME AND ADDRESS</u>	<u>COLLEGE</u>	<u>YEAR OF GRADUATION</u>
Kylee R. Ponder 812 Clay Street Franklin, Virginia 23851	The College of William & Mary	2012
Patrick C. Ormond 8 Dashiell Drive Smithfield, Virginia 23430	University of Virginia	2013
Anne S. Riddick 365 South Church Street Smithfield, Virginia 23430	University of Virginia	2014
Edmund Y. Saw 108 Smithfield Boulevard Smithfield, Virginia 23430	The College of William & Mary	2015

**CAMP FOUNDATION SCHOLARSHIPS
(THESE BEING GRANTS OF \$3500 EACH)**

Gene A. Edwards, III 29258 Little Texas Road Branchville, Virginia 23828	Virginia Polytechnic Institute	2012
Emma M. Neave 33293 Seacock Chapel Road Ivor, Virginia 23866	Sweet Briar College	2012
Jacklyn R. Cutrell 31592 Millfield Road Wakefield, Virginia 23888	Virginia Polytechnic Institute	2012
Sharon E. VanNiel 20215 Ruritan Drive Zuni, Virginia 23898	University of Mary Washington	2012

SCHEDULE 5

CAMP FOUNDATION

EIN: 54-6052488

2011 990-PF

PART XV (3A)

**CAMP FOUNDATION SCHOLARSHIPS
(THESE BEING GRANTS OF \$3500 EACH)**

<u>NAME AND ADDRESS</u>	<u>COLLEGE</u>	<u>YEAR OF GRADUATION</u>
Monique T. Goodman 14082 Blue Ridge Trail Windsor, Virginia 23487	Old Dominion University	2012
John D. Honeycutt, II 205 Sunrise Bluff Lane Smithfield, Virginia 23430	Virginia Polytechnic Institute	2012
Samantha L. Ketcham 17412 Carroll Bridge Road Windsor, Virginia 23487	Texas A & M	2013
Brittany S. Everett 330 Harrison Street Franklin, Virginia 23851	University of Virginia	2013
Matthew L. Pitts 21382 Medicine Springs Road Courtland, Virginia 23837	James Madison University	2013
Carter H. Pearson 117 Gillette Court Franklin, Virginia 23851	The University of the South	2013
Robert G. Lupton 29430 Country Club Road Courtland, Virginia 23837	Virginia Polytechnic Institute	2013
Allison L. Detar 740 Rebecca Street Franklin, Virginia 23851	Liberty University	2014
Veronica C. Gray 31223 Walters Highway Franklin, Virginia 23851	The College of William & Mary	2014

SCHEDULE 5

CAMP FOUNDATION

EIN: 54-6052488

2011 990-PF

PART XV (3A)

**CAMP FOUNDATION SCHOLARSHIPS
(THESE BEING GRANTS OF \$3,500 EACH)**

<u>NAME AND ADDRESS</u>	<u>COLLEGE</u>	<u>YEAR OF GRADUATION</u>
Tierra L. Hawks 333 Harrison Street Franklin, Virginia 23851	Virginia Commonwealth University	2014
Katie M. Horton 18598 Horton's Lane Windsor, Virginia 23487	Virginia Polytechnic Institute	2014
Erin R. Spivey 25407 New Market Road Courtland, Virginia 23837	University of Virginia	2014
Javarius T. Warren 200 Roosevelt Street Franklin, Virginia 23851	James Madison University	2014
Reed Felts 30365 Vicks Millpond Road Branchville, Virginia 23828	Virginia Polytechnic Institute	2015
Chelsea E. Lindsay 16130 Quail Crescent Lane Carrollton, Virginia 23314	Elon University	2015
Rebecca M. Lowe 31361 Unity Road Sedley, Virginia 23878	Regent University	2015
Don B. Scarboro 208 Homestead Raod Franklin, Virginia 23851	Virginia Polytechnic Institute	2015
Luke E. Whitehead 17746 Black Creek Road Zuni, Virginia 23898	University of Virginia	2015

SCHEDULE 5

CAMP FOUNDATION

EIN: 54-6052488

2011 990-PF

PART XV (3A)

**CAMP FOUNDATION SCHOLARSHIPS
(THESE BEING GRANTS OF \$3,500 EACH)**

<u>NAME AND ADDRESS</u>	<u>COLLEGE</u>	<u>YEAR OF GRADUATION</u>
Janie G. Young 26181 Rose Valley Road Franklin, Virginia 23851	Virginia Polytechnic Institute	2015

CAMP FOUNDATION AND RUTH CAMP CAMPBELL FOUNDATION
SCHOLARSHIP APPLICATION

DATE _____

1. NAME _____
First Middle Last
2. Address _____

City/County _____
- Telephone Number _____
3. High (or preparatory) school you now attend:

4. Expected date of graduation: _____
5. I hereby make application for a Colgate W. Darden Scholarship, a Paul D. and Ella Camp Scholarship, or a Camp or Ruth Camp Campbell Foundation Scholarship for the session 2012-13 to attend:

Name of College_____
Address of College

PERSONAL DATA

6. Date of Birth: _____ Place of Birth: _____
7. General Health: _____
(poor, fair, good, excellent)
8. Are you or have you been married?

9. Do you own an automobile? _____
10. Why do you want to go to college, and on what major subjects do you plan to concentrate?

SCHOLASTIC ACTIVITY

11. Number of students in your high (or preparatory) school graduating class_____.

12. Your present scholastic rank in class (if available)_____.

13. Give names of schools or colleges and years attended at each
_____.

14. List your extra-curricular activities in high school, including athletics, clubs, societies, etc.

15. Have you been the recipient of honors or awards?
Specify._____

16. Have you applied for and/or been awarded any other scholarship assistance or financial aid? _____

17. If so, give full information:

<u>Scholarship/Aid</u>	<u>Amount</u>	<u>Awarded?</u>	<u>Renewable?</u>
_____	\$_____	_____	_____
_____	\$_____	_____	_____
_____	\$_____	_____	_____

18. Have you ever been employed? _____

If yes, give name and address of employer(s), describe position, and indicate period of employment and pay received:

19. Indicate the maximum amounts you expect to receive toward your expenses during your first year in college from the following sources:

- a. From parents \$ _____
- b. From relatives or friends \$ _____
- c. From applicant's savings \$ _____
- d. From prospective summer or school term earnings \$ _____
- e. From all other sources \$ _____

TOTAL \$ _____

20. If any of income is expected from items 19.b. or e. above, please explain the sources here.

21. Will the income indicated above for the first year, if any, probably be available for the full four years of undergraduate education? _____

22. Do you possess in your own name any assets such as savings accounts, trust funds, legacies, or investments? _____

If so, indicate here the total value of such assets and describe briefly:

GENERAL DATA

23. Community and/or church activities: _____

24. References: **Please attach letters of recommendation from three adults who know you. We ask that at least one letter come from an adult that does not work at your school.**

They should comment on (1) your scholastic effort, (2) your extra-curricular activities, and (3) your personal characteristics. In addition, please list these references below.

a. _____
Full Name

Position

Full Address & Zip Code

b. _____
Full Name

Position

Full Address & Zip Code

c. _____
Full Name

Position

Full Address & Zip Code

STATEMENT OF FAMILY INCOME AND RESOURCES

(To be filled out by parent/s or guardian)

Name of Father _____

Name of Mother _____

Address _____

Address _____

Legal Guardian _____

Address _____

1. Name of father's employer, if any _____

Name of mother's employer, if any _____

Name of guardian's employer, if any _____

2. Net Worth of father and mother together (**ESTIMATED**)

3. \$ _____

**** (Total Value of Assets less Debt = Net Worth)**

3. List dependents other than the applicant:

CHILDREN

Name	Age	School, College or Occupation
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

OTHER DEPENDENTS

Name	Age	Relationship, Occupation
_____	_____	_____
_____	_____	_____
_____	_____	_____

STATEMENT OF FAMILY INCOME AND RESOURCES (cont.)

4. **Please attach a copy of the latest Federal Income Tax Form 1040 filed by parent(s) or guardian (first two pages only).** This is required in order to process your application.
*****A COPY OF LAST YEAR'S RETURN IS ACCEPTABLE.**

*****IF YOU DO NOT INCLUDE A COPY OF THE TAX RETURN, YOUR APPLICATION WILL ONLY BE CONSIDERED FOR THE CAMP FOUNDATION COLGATE W. DARDEN SCHOLARSHIP OR THE PAUL D. AND ELLA CAMP SCHOLARSHIP.**

The undersigned hereby certify that the statements made above are correct to the best of his/her knowledge and certifies that the proceeds of any scholarship awarded pursuant to this application will be used solely to defray the educational expenses of the student named in this application.

Date

Signature of Father

Date

Signature of Mother

Date

Signature of Legal Guardian

PRINCIPAL'S CONFIDENTIAL REPORT

(To be completed by High School Principal on the basis of information available at the time of application.)

Name of Applicant _____

1. The above student ranks _____ in a class of _____.
(E.g., 1st, 2nd, 3rd, etc., in scholarship grades.)

2. Average for 3 years: _____

3. College Board Exams (SAT or ACT)

Taken how often? _____

For each test taken:

<u>Year</u>	<u>MONTH</u>	<u>CRITICAL THINKING</u>	<u>MATH</u>	<u>ESSAY</u>
20__	_____	_____	_____	_____
20__	_____	_____	_____	_____
20__	_____	_____	_____	_____
20__	_____	_____	_____	_____

4. Rate probable collegiate success: (Check only one)

Excellent_____ Good_____ Fair_____ Poor_____

5. Rate emotional maturity: (Check only one)

Excellent_____ Good_____ Fair_____ Poor_____

6. In your opinion, has student applied to school(s) to which s/he is best suited? _____

Date

Signature of Principal

Any additional information deemed appropriate by the principal to be considered in evaluating this applicant may be attached.