Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation
THE HARVEST FOUNDATION OF THE PIEDMONT

A Employer identification number
31-1496872

Number and street (or P O box number if mail is not delivered to street address) Room/suite
PO BOX 5183

B Telephone number (see instructions)
(276) 632-3329

City or town, state, and ZIP code
MARTINSVILLE, VA 24115

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)* ▶$ 197,359,569

J Accounting method ☐ Cash ☑ Accrual ☐ Other (specify)
(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) (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				
	4	Dividends and interest from securities	4,121,614	4,121,614		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	24,927,099			
	b	Gross sales price for all assets on line 6a 82,346,414				
	7	Capital gain net income (from Part IV, line 2)		24,927,099		
	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) (attach schedule)				
	11	Other income (attach schedule)	1,440,669	1,435,314	5,355	
	12	**Total.** Add lines 1 through 11	30,489,382	30,484,027	5,355	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	186,029	18,603		169,287
	14	Other employee salaries and wages	398,101	20,195		377,915
	15	Pension plans, employee benefits	80,384	4,077		69,260
	16a	Legal fees (attach schedule)	25,653	2,565		23,088
	b	Accounting fees (attach schedule)	6,135	3,068		2,860
	c	Other professional fees (attach schedule)	1,387,255	1,210,673		177,638
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	114,850	79,268		35,582
	19	Depreciation (attach schedule) and depletion	29,498			
	20	Occupancy	37,468	2,771		34,709
	21	Travel, conferences, and meetings	38,773	3,878		30,812
	22	Printing and publications	3,206	321		2,586
	23	Other expenses (attach schedule)	402,449	12,500		389,788
	24	**Total operating and administrative expenses.** Add lines 13 through 23	2,709,801	1,357,919		1,313,525
	25	Contributions, gifts, grants paid	16,089,588			11,227,042
	26	**Total expenses and disbursements.** Add lines 24 and 25	18,799,389	1,357,919		12,540,567
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	11,689,993			
	b	**Net investment income** (if negative, enter -0-)		29,126,108		
	c	**Adjusted net income** (if negative, enter -0-)			5,355	

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

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	1,603,075	400,249	400,249
	2	Savings and temporary cash investments	3,251,004	21,329,266	21,329,266
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ 340,000 Less allowance for doubtful accounts ▶	340,000	340,000	340,000
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	18,559	12,492	12,492
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	12,445,914	8,555,714	8,555,714
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	167,377,490	166,671,376	166,671,376
	14	Land, buildings, and equipment basis ▶ 288,229 Less accumulated depreciation (attach schedule) ▶ 237,797	76,198	50,432	50,432
	15	Other assets (describe ▶)	17,085	40	40
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	185,129,325	197,359,569	197,359,569
Liabilities	17	Accounts payable and accrued expenses	73,789	102,130	
	18	Grants payable	12,929,376	17,791,952	
	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 ▶)	422,098	310,174	
	23	**Total liabilities** (add lines 17 through 22)	13,425,263	18,204,256	
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	171,704,062	179,155,313	
	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 page 17 of the instructions)	171,704,062	179,155,313	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	185,129,325	197,359,569	

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	171,704,062
2	Enter amount from Part I, line 27a	2	11,689,993
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	183,394,055
5	Decreases not included in line 2 (itemize) ▶	5	4,238,742
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	179,155,313

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				

	(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				
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
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	24,927,099
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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	8,101,012	191,940,441	0 04221
2010	8,709,956	183,139,045	0 04756
2009	8,658,294	164,751,432	0 05255
2008			
2007			

2	**Total** of line 1, column (d).	2	0 14232
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 04744
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	190,396,669
5	Multiply line 4 by line 3.	5	9,032,418
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	291,261
7	Add lines 5 and 6.	7	9,323,679
8	Enter qualifying distributions from Part XII, line 4.	8	12,540,567

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	291,261
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	
3	Add lines 1 and 2			3	291,261
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	291,261
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	383,499		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	90,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	473,499
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	182,238
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 182,238	**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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
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		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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	Yes	
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	Yes	
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	Yes	
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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶WWW THEHARVESTFOUNDATION ORG

14 The books are in care of ▶ALLYSON ROTHROCK Telephone no ▶(276) 632-3329

Located at ▶1 ELLSWORTH STREET MARTINSVILLE VA ZIP+4 ▶24112

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 2012, 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?	16	Yes	

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶ OC

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 20 of the instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		No
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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions).	2b		No
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 2012 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 2012.)*.	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2012?	4b		No

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** **No**

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☑ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** **No**

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** **No**

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 Additional Data Table				

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
JEFFREY W MANSOUR-BRUDERER 1 ELLSWORTH STREET MARTINSVILLE, VA 24112	PROGRAM OFFICER 40 00	49,442	8,899	
GEORGIA COMPTON 1 ELLSWORTH STREET MARTINSVILLE, VA 24112	CONTROLLER 40 00	53,205	11,592	
ELOISE WADE 1 ELLSWORTH STREET MARTINSVILLE, VA 24112	EXECUTIVE ASSISTAN 40 00	53,451	16,904	
ANGELA R LOGAN 1 ELLSWORTH STREET MARTINSVILLE, VA 24112	PROGRAM OFFICER 40 00	78,810	10,404	
NANCY COX 1 ELLSWORTH STREET MARTINSVILLE, VA 24112	DIR OF PROGAMS 40 00	115,000	22,497	

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

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
STATE STREET BANK AND TRUST COMPANY 125 SUNNYNOLL COURT SUITE 200 WINSTON SALEM, NC 27106	INVESTMENT CUSTODIAN	59,887
COLONIAL CONSULTING CORPORATION 750 THIRD AVE NEW YORK, NY 100172703	INVESTMENT CONSULTIN	156,925
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 SUPPORT OF K-12 EDUCATION INITIATIVES IN MARTINSVILLE AND HENRY COUNTY THROUGH TECHNICAL ASSISTANCE AND EVALUATION FOR THE GRANTS AWARDED TO HENRY COUNTY PUBLIC SCHOOLS, MARTINSVILLE CITY SCHOOLS AND THE CARLISLE SCHOOL	251,295
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	
2	
All other program-related investments See page 24 of the instructions **3**	
Total. Add lines 1 through 3. . . . . ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see 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	190,569,246
b	Average of monthly cash balances	1b	2,726,865
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	193,296,111
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	
3	Subtract line 2 from line 1d	3	193,296,111
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,899,442
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	190,396,669
6	**Minimum investment return.** Enter 5% of line 5	6	9,519,833

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	9,519,833
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 291,261		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	291,261
3	Distributable amount before adjustments Subtract line 2c from line 1	3	9,228,572
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	9,228,572
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	9,228,572

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	12,540,567
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	12,540,567
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	291,261
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	12,249,306

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				9,228,572
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			991,060	
b Total for prior years 20___ , 20___ , 20___				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 12,540,567				
a Applied to 2011, but not more than line 2a			991,060	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.				9,228,572
e Remaining amount distributed out of corpus	2,320,935			
5 Excess distributions carryover applied to 2012				
(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	2,320,935			
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 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				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 2007 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	2,320,935			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . . 2,320,935				

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 2012, enter the date of the ruling. . . . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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 organization 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))

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

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

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

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

HARVEST FOUNDATION OF THE PIEDMONT
1 ELLSWORTH ST
MARTINSVILLE, VA 24112
(276) 632-3329

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

APPLICANTS SHOULD FIRST FILL OUT A PROGRAM SUMMARY THIS CAN BE SUBMITTED ON-LINE AT WWW THEHARVESTFOUNDATION ORG AS APPROPRIATE, THE PROGRAM STAFF WILL INVITE APPLICANT ORGANIZATIONS TO SUBMIT A FULL PROPOSAL

c Any submission deadlines

NO SPECIFIC DEADLINES FOR DOCUMENT SUBMISSION

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

ORGANIZATION MUST BE CLASSIFIED AS A TAX-EXEMPT, NONPROFIT ORGANIZATION UNDER 501(C)(3) OF THE INTERNAL REVENUE CODE ORGANIZATIONS WITH OTHER 501(C)(4) AND 501(C)(6) TAX STATUS MAY BE CONSIDERED AT THE DISCRETION OF THE FOUNDATION AND BASED ON THE CHARITABLE INTENT OF THE PROPOSAL ORGANIZATION MUST BE LOCATED WITHIN, OR HAVE ITS PROGRAM FOCUSED WITHIN, MARTINSVILLE OR HENRY COUNTY VIRGINIA AND BE PROPOSING A PROGRAM WITHIN ONE OF THE FOUNDATION'S THREE FOCUS AREAS OF HEALTH, EDUCATION, AND COMMUNITY VITALITY

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 Additional Data TableSee Additional Data Table				
Total . . . . ▶ **3a**				11,227,042
b *Approved for future payment* See Additional Data Table				
Total . . . . ▶ **3b**				8,670,905

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	4,121,614	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	24,927,099	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a OTHER INCOME			1	279,651	
b ORDINARY K-1 INCOME(LOSS)			14	1,155,663	
c Interest on Prog Rel Inv					5,355
d					
e					
12 Subtotal Add columns (b), (d), and (e)				30,484,027	5,355

13 Total. Add line 12, columns (b), (d), and (e) 13 30,489,382

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
11A	INTEREST INCOME ON A PROGRAM RELATED LOAN (INVESTMENT)

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

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

****** | 2013-11-12 | ******
Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
DAVID B LOWEN CPA	DAVID B LOWEN CPA			P00085411
Firm's name ▶	Foti Flynn Lowen & Co PC		Firm's EIN ▶	
Firm's address ▶	PO Box 12765 Roanoke, VA 240282765		Phone no (540) 344-9246	

Form 990PF Part VIII Line 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
ALLYSON ROTHROCK 1 ELLSWORTH STREET MARTINSVILLE, VA 24112	President 40 00	166,942	19,087	
WD PRINCE III MD 1 ELLSWORTH STREET MARTINSVILLE, VA 24112	BOARD MEMBER 2 00	0		
JAMES K MUEHLECK DDS 1 ELLSWORTH STREET MARTINSVILLE, VA 24112	BOARD MEMBER 2 00	0		
MARTHA W MEDLEY 1 ELLSWORTH STREET MARTINSVILLE, VA 24112	BOARD MEMBER 2 00	0		
EUGENE C MADONIA MD 1 ELLSWORTH STREET MARTINSVILLE, VA 24112	BOARD MEMBER 2 00	0		
AMY PACE LAMPE 1 ELLSWORTH ST MARTINSVILLE, VA 24112	Board Member 2 00	0		
CYNTHIA INGRAM EDD 1 ELLSWORTH STREET MARTINSVILLE, VA 24112	BOARD MEMBER 2 00	0		
VIRGINIA WALKER HAMLET 1 ELLSWORTH STREET MARTINSVILLE, VA 24112	BOARD MEMBER 2 00	0		
PAUL R EASON MD 1 ELLSWORTH STREET MARTINSVILLE, VA 24112	BOARD MEMBER 2 00	0		
LEANNA B BLEVINS PHD 1 ELLSWORTH STREET MARTINSVILLE, VA 24112	BOARD MEMBER 2 00	0		
GRACIE R AGNEW 1 ELLSWORTH STREET MARTINSVILLE, VA 24112	Secretary 2 00	0		
W CHRISTOPHER BEELER JR 1 ELLSWORTH STREET MARTINSVILLE, VA 24112	Treasurer 2 00	0		
JAMES MCCLAIN II 1 ELLSWORTH STREET MARTINSVILLE, VA 24112	VICE CHAIRMAN 2 00	0		
E LARRY RYDER 1 ELLSWORTH STREET MARTINSVILLE, VA 24112	Chairman 2 00	0		

Form 990PF Part XV Line 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*				
UNITED WAY OF HENRY CO AND MARTINSVILLE 134 EAST CHURCH STREET PO BOX 951 MARTINSVILLE, VA 24114	N/A	501(c)(3)	TO THE SMART BEGINNINGS MARTINSVILLE-HENRY COUNTY	178,225
RECTOR VISTORS OF THE UNIV OF VIRGI 2400 OLD IVY ROAD SUITE 200 CHARLOTTESVILLE, VA 22904	N/A	501(c)(3)	FOR THE COLLEGE GUIDE PROGRAM	127,641
PIEDMONT VIRGINIA DENTAL HEALTH FDN 407 STARLING AVENUE MARTINSVILLE, VA 24112	N/A	501(c)(3)	TO PROVIDE ESSENTIAL DENTAL CARE TO LOW INCOME, UNINSURED AND UNEMPLOYED ADULTS AND CHILDREN FOR MEDICAID BENEFITS	100,800
MARTINSVILLE-HENRY CO ECONOMIC DEVE 134 EAST CHURCH STREET SUITE 200 MARTINSVILLE, VA 24114	N/A	501(c)(3)	TO CONTINUE TO FOCUS ON CREATING OPPORTUNITIES FOR JOB GROWTH AND NEW CAPITAL INVESTMENT	1,500,000
PIEDMONT REGIONAL COMMUNITY SERVICES 24 CLAY STREET MARTINSVILLE, VA 24112	N/A	501(c)(3)	TO THE COMMUNITY RECOVERY PROGRAM	450,738
MARTINSVILLE UPTOWN REVITALIZATION 217 E CHURCH STREET PO BOX 614 MARTINSVILLE, VA 24114	N/A	501(c)(3)	FOR THE SHOP LOCAL MARTINSVILLE-HENRY COUNTY INITIATIVE	155,325
DAN RIVER BASIN ASSOCIATION 413 CHURCH STREET SUITE 401 EDEN, NC 27288	N/A	501(c)(3)	TO FUND THE COMMUNITY CONNECTIONS RIVERS & TRAILS PHASE THREE IN MARTINSVILLE & HENRY COUNTY	204,900
THE FAMILY YMCA INC 3 STARLING AVENUE MARTINSVILLE, VA 24112	N/A	501(c)(3)	FOR THE ACTIVATE TRANSITION	137,000
UNITED WAY OF HENRY CO AND MARTINSVILLE 134 EAST CHURCH STREET PO BOX 951 MARTINSVILLE, VA 24114	N/A	501(c)(3)	TO THE HOPE INITIATIVE FOR THE DEVELOPMENT AND IMPLEMENTATION OF A FINANCIAL STABILITY COUNCIL	103,285
NEW COLLEGE FOUNDATION 29 JONES ST MARTINSVILLE, VA 24112	N/A	501(c)(3)	TO SUPPORT EXISTING, AS WELL AS PROPOSED, ACADEMIC PROGRAMS OFFERED BY NCI	769,553
MARTINSVILLE-HENRY COUNTY ECONOMIC DEVEL 134 EAST CHURCH STREET SUITE 200 MARTINSVILLE, VA 24114	N/A	501(c)(3)	FOR THE PHOENIX COMMUNITY DEVELOPMENT CORPORATION - TO FUND PRE-DEVELOPMENT WORK RELATED TO POTENTIAL REAL ESTATE PROJECTS IN UPTOWN	124,750
MARTINSVILLE CITY SCHOOLS PO BOX 5548 MARTINSVILLE, VA 24115	N/A	501(c)(3)	FOCUSED ON ENHANCING AND IMPROVING EDUCATIONAL OUTCOMES FOR ALL STUDENTS UTILIZING "EFFECTIVE SCHOOLS RESEARCH" AS A VEHICLE FOR IMPROVING MATH AND READING SKILLS	140,000
HENRY COUNTY PUBLIC SCHOOLS PO BOX 8958 COLLINSVILLE, VA 24078	N/A	GOVT ENT	TO FOCUS ON ENHANCING AND IMPROVING EDUCATIONAL OUTCOMES FOR ALL STUDENTS UTILIZING DIFFERENTIATED INSTRUCTION	510,000
CITY OF MARTINSVILLE PO BOX 1112 55 W CHURCH STREET MARTINSVILLE, VA 24114	N/A	GOVT ENT	CONTINUATION OF OPERATIONAL SUPPORT FOR SMITH RIVER SPORTS COMPLEX OVER THREE YEARS	388,655
CARLISLE SCHOOL PO BOX 5388 MARTINSVILLE, VA 24115	N/A	501(c)(3)	TO CONTINUE ITS WORK RELATED WITH THE INTERNATIONAL BACCALAUREATE CURRICULUM AND THE USE OF DIFFERENTIATED INSTRUCTION	50,000

Form 990PF Part XV Line 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*				
MARTINSVILLE-HENRY CO ECONOMIC DEVELOP 134 EAST CHURCH STREET SUITE 200 MARTINSVILLE,VA 24114	N/A	501(c)(3)	TO SUPPORT THE OPERATIONS OF THE PHOENIX COMMUNITY DEVELOPMENT FOUNDATION	176,042
NEW COLLEGE FOUNDATION 29 JONES ST MARTINSVILLE,VA 24112	N/A	501(c)(3)	TO PROVIDE OPERATIONAL SUPPORT FOR THE NEW COLLEGE INSTITUTE	500,000
NEW COLLEGE FOUNDATION 29 JONES ST MARTINSVILLE,VA 24112	N/A	501(c)(3)	TO SUPPORT NEW COLLEGE INSTITUTE'S BUILDING ON BALDWIN PROJECT	4,000,000
MARTINSVILLE-HC COALITION FOR HEALTH & W 22 EAST CHURCH ST MARTINSVILLE,VA 24112	N/A	501(c)(3)	For an operational bridge grant for program planning to determine future directions in response to the five-year Coalition evaluation and the Community Health Assessment	1,169,765
HENRY COUNTY P O Box 7 3300 Kings Mountain RD COLLINSVILLE,VA 24078	N/A	GOVT ENT	FOR DEVELOPMENT OF THE PHILPOTT PARK & MARINA	125,000
PIEDMONT VIRGINIA DENTAL HEALTH FOUNDATI 407 Starling Avenue MARTINSVILLE,VA 24112	N/A	501(c)(3)	TO PROVIDE FUNDING FOR A FULL-TIME DENTIST FOR SIX MONTHS TO PROVIDE ESSENTIAL DENTAL CARE TO LOW INCOME, UNINSURED, AND UNEMPLOYED ADULTS AND CHILDREN ELIGIBLE FOR MEDICAID BENEFITS	71,613
MARTINSVILLE-HENRY CO ECONOMIC DEVELOP 134 EAST CHURCH STREET SUITE 200 MARTINSVILLE,VA 24114	N/A	501(c)(3)	OPERATIONAL GRANT FOR THE PHOENIX COMMUNITY DEVELOPMENT CORPORATION	43,750
MARTINSVILLE-HENRY CO ECONOMIC DEVELOP 134 EAST CHURCH STREET SUITE 200 MARTINSVILLE,VA 24114	N/A	501(c)(3)	FEASIBILITY STUDY CONDUCTED BY DEWBERRY & DAVIS FOR THE NCI/EDC BUILDING - MATCHING GRANT WITH THE VIRGINIA TOBACCO IDEMNIFICATION AND COMMUNITY REVITALIZATION COMMISSION	200,000
Total . . . . ▶ **3a**				11,227,042

Form 990PF Part XV Line 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
b *Approved for future payment*				
NEW COLLEGE FOUNDATION29 JONES ST MARTINSVILLE,VA 24112	N/A	501(c)(3)	TO PROVIDE OPERATIONAL SUPPORT FOR THE NEW COLLEGE INSTITUTE	4,394,230
NEW COLLEGE FOUNDATION29 JONES ST MARTINSVILLE,VA 24112	N/A	501(c)(3)	TO SUPPORT NEW COLLEGE INSTITUTE'S BUILDING ON BALDWIN PROJECT	4,000,000
VIRGINIA CONGRESS OF PARENTS AND TEACH1027 WILMER AVENUE RICHMOND,VA 23227	N/A	501(c)(3)	TO SUPPORT SANVILLE ELEMENTARY PTA - RENOVATION FOR RECREATION - PICKING UP THE PACE GRANT	10,000
INTEGRATIVE CENTERS FOR SCIENCE AND MEDI22 EAST CHURCH ST SUITE 312 MARTINSVILLE,VA 24112	N/A	501(c)(3)	ACTIVE LEARNING IN MEDICAL EDUCATION A CLINICAL GROSS ANATOMY FOR MEDICAL STUDENTS UTILIZING SOFT-EMBALMED CADAVERS	10,000
FAYETTE AREA HISTORICAL INITIATIVE211 W FAYETTE ST MARTINSVILLE,VA 24112	N/A	501(c)(3)	REOPENING THE FAHI AFRICAN AMERICAN MUSEUM AND MULTI-CULTURE CENTER IN THE HISTORIC, FORMER IMPERIAL SAVINGS & LOAN ASSOCIATION BUILDING - PICKING UP THE PACE GRANT	8,425
HENRY COUNTY - DEPT OF PUBLIC SAFETY1024 DUPONT RD MARTINSVILLE,VA 24112	N/A	GOVT ENT	GET THROUGH 72	10,000
HENRY COUNTYP O Box 7 3300 Kings Mountain RD COLLINSVILLE,VA 24078	N/A	GOVT ENT	FOR DEVELOPMENT OF THE PHILPOTT PARK & MARINA	125,000
MARTINSVILLE-HC COALITION FOR HEALTH & W22 EAST CHURCH STREET MARTINSVILLE,VA 24112	N/A	501(c)(3)	FISCAL AGENT FOR CENTRO FAMILIAL CRISTIANO AMIOS IGLESIA CASA DE ALABANZA - HENRY-MARTINSVILLE LATINO HEALTH FAIR - PICKING UP THE PACE	10,000
UNITED WAY OF HENRY CO AND MARTINSVILLE134 East Church Street PO BOX 951 MARTINSVILLE,VA 24114	N/A	501(c)(3)	STRATEGIC PLANNING FOR COMMUNITY IMPACT - PICK UP THE PACE GRANT	9,500
MARTINSVILLE-HENRY CO ECONOMIC DEVELOP134 EAST CHURCH STREET SUITE 200 MARTINSVILLE,VA 24114	N/A	501(c)(3)	OPERATIONAL GRANT FOR THE PHOENIX COMMUNITY DEVELOPMENT CORPORATION	43,750
MARTINSVILLE-HENRY CO ECONOMIC DEVELOP134 EAST CHURCH STREET SUITE 200 MARTINSVILLE,VA 24114	N/A	501(c)(3)	TO FUND PREDEVELOPMENT GRANT FOR PHOENIX COMMUNITY DEVELOPMENT CORPORATION	50,000
Total . . . . ▶ **3b**				8,670,905

TY 2012 Accounting Fees Schedule

Name: THE HARVEST FOUNDATION OF THE PIEDMONT

EIN: 31-1496872

Software ID: 12000229

Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING AND BOOKKEEPING	6,135	3,068	0	2,860

TY 2012 Contractor Compensation Explanation

Name: THE HARVEST FOUNDATION OF THE PIEDMONT

EIN: 31-1496872

Software ID: 12000229

Software Version: 2012v2.0

Contractor	Explanation
STATE STREET BANK AND TRUST COMPANY	INVESTMENT CONSULTING
COLONIAL CONSULTING CORPORATION	INVESTMENT CONSULTING

TY 2012 Investments Corporate Stock Schedule

Name: THE HARVEST FOUNDATION OF THE PIEDMONT

EIN: 31-1496872

Software ID: 12000229

Software Version: 2012v2.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COMMON STOCKS	8,555,714	8,555,714

TY 2012 Investments - Other Schedule

Name: THE HARVEST FOUNDATION OF THE PIEDMONT

EIN: 31-1496872

Software ID: 12000229

Software Version: 2012v2.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MUTUAL FUNDS	FMV	42,944,223	42,944,223
INVESTMENT IN LIMITED PARTNERSHIP	FMV	123,727,153	123,727,153

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491316005173

TY 2012 Land, Etc. Schedule

Name: THE HARVEST FOUNDATION OF THE PIEDMONT

EIN: 31-1496872

Software ID: 12000229

Software Version: 2012v2.0

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Miscellaneous	143,570	135,506	8,064	8,064
Improvements	48,621	27,822	20,799	20,799
Furniture and Fixtures	96,038	74,469	21,569	21,569

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491316005173

TY 2012 Legal Fees Schedule

Name: THE HARVEST FOUNDATION OF THE PIEDMONT

EIN: 31-1496872

Software ID: 12000229

Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	25,653	2,565	0	23,088

TY 2012 Other Assets Schedule

Name: THE HARVEST FOUNDATION OF THE PIEDMONT

EIN: 31-1496872

Software ID: 12000229

Software Version: 2012v2.0

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INTEREST & DIVIDENDS RECEIVABLE	17,085	40	40

TY 2012 Other Decreases Schedule

Name: THE HARVEST FOUNDATION OF THE PIEDMONT

EIN: 31-1496872

Software ID: 12000229

Software Version: 2012v2.0

Description	Amount
FEDERAL EXCISE TAX - CURRENT AND DEFERRED	218,076

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TY 2012 Other Expenses Schedule

Name: THE HARVEST FOUNDATION OF THE PIEDMONT

EIN: 31-1496872

Software ID: 12000229

Software Version: 2012v2.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SUPPLIES	7,418	742		6,701
PUBLIC RELATIONS	51,397	5,140		46,482
POSTAGE AND SHIPPING	2,535	253		2,345
MISCELLANEOUS	8,661	78		9,228
INSURANCE	22,707	2,220		21,106
INFORMATION TECHNOLOGY	30,321	3,032		26,489
EQUIPMENT RENTAL AND MAINTENANCE	9,826	983		8,197
DUES & SUBSCRIPTIONS	18,289	52		18,237
DIRECT CHARITABLE EXPENDITURES	251,295			251,003

TY 2012 Other Income Schedule

Name: THE HARVEST FOUNDATION OF THE PIEDMONT

EIN: 31-1496872

Software ID: 12000229

Software Version: 2012v2.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME	279,651	279,651	
ORDINARY K-1 INCOME(LOSS)	1,155,663	1,155,663	
Interest on Prog Rel Inv	5,355		5,355

TY 2012 Other Liabilities Schedule

Name: THE HARVEST FOUNDATION OF THE PIEDMONT

EIN: 31-1496872

Software ID: 12000229

Software Version: 2012v2.0

Description	Beginning of Year - Book Value	End of Year - Book Value
CURRENT FEDERAL INCOME TAXES	-55,407	-91,809
DEFERRED TAX LIABILITY	477,505	401,983

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TY 2012 Other Notes/Loans Receivable Short Schedule

Name: THE HARVEST FOUNDATION OF THE PIEDMONT

EIN: 31-1496872

Software ID: 12000229

Software Version: 2012v2.0

Name of 501(c)(3) Organization	Balance Due
MARTINSVILLE REDVLPMNT AND HOU	340,000

TY 2012 Other Professional Fees Schedule

Name: THE HARVEST FOUNDATION OF THE PIEDMONT

EIN: 31-1496872

Software ID: 12000229

Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROGRAM RELATED CONSULTING	152,608	0	0	153,530
INVESTMENT ADVISORY SERVICES	1,203,491	1,203,491	0	0
CONSULTING	17,456	332	0	17,958
AUDITING FEES	13,700	6,850	0	6,150

TY 2012 Taxes Schedule

Name: THE HARVEST FOUNDATION OF THE PIEDMONT

EIN: 31-1496872

Software ID: 12000229

Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAXES AND LICENSES	74,152	72,759		1,393
PAYROLL TAXES	40,698	6,509		34,189