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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.

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation WILLIAMSBURG COMMUNITY HEALTH FOUNDATION		A Employer identification number 54-1822359
Number and street (or P.O. box number if mail is not delivered to street address) 4801 COURTHOUSE STREET	Room/suite 200	B Telephone number 757-345-0912
City or town, state, and ZIP code WILLIAMSBURG, VA 23188		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☒ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) ☐ \$ 119,702,850.	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).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
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		3,151,056.	3,149,825.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		3,870,665.			
b Gross sales price for all assets on line 6a 19,762,851.					
7 Capital gain net income (from Part IV, line 2)			3,871,672.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		<628,343.>	<605,282.>		STATEMENT 2
12 Total. Add lines 1 through 11		6,393,378.	6,416,215.		
13 Compensation of officers, directors, trustees, etc		110,100.	0.		110,100.
14 Other employee salaries and wages		526,182.	95,997.		437,320.
15 Pension plans, employee benefits		181,904.	0.		181,625.
16a Legal fees					
b Accounting fees STMT 3		47,166.	0.		62,498.
c Other professional fees STMT 4		328,072.	324,417.		3,655.
17 Interest					
18 Taxes STMT 5		48,941.	0.		0.
19 Depreciation and depletion		28,054.	0.		
20 Occupancy		143,570.	20,100.		130,636.
21 Travel, conferences, and meetings		6,338.	0.		6,338.
22 Printing and publications		4,572.	0.		4,572.
23 Other expenses STMT 6		234,897.	0.		234,743.
24 Total operating and administrative expenses. Add lines 13 through 23		1,659,796.	440,514.		1,171,487.
25 Contributions, gifts, grants paid		4,339,761.			4,516,864.
26 Total expenses and disbursements. Add lines 24 and 25		5,999,557.	440,514.		5,688,351.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		393,821.			
b Net investment income (if negative, enter -0-)			5,975,701.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	449,503.	93,918.	93,918.
	2 Savings and temporary cash investments	1,750,593.	2,172,657.	2,172,657.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	57,370.	58,357.	58,357.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	111,378,411.	117,343,381.	117,343,381.
	14 Land, buildings, and equipment: basis ▶ 273,229.			
	Less: accumulated depreciation ▶ 238,692.	51,525.	34,537.	34,537.
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	113,687,402.	119,702,850.	119,702,850.
	17 Accounts payable and accrued expenses	151,148.	45,217.	
	18 Grants payable	741,751.	634,965.	
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 8)	89,850.	137,159.	
	23 Total liabilities (add lines 17 through 22)	982,749.	817,341.	
	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	112,704,653.	118,885,509.	
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	112,704,653.	118,885,509.		
31 Total liabilities and net assets/fund balances	113,687,402.	119,702,850.		

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	112,704,653.
2 Enter amount from Part I, line 27a	2	393,821.
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN ON INVESTMENTS	3	5,787,035.
4 Add lines 1, 2, and 3	4	118,885,509.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	118,885,509.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES	P		
b UBI INVESTMENTS (K-1'S)	P		
c LIMITED PARTNERSHIPS			
d MA EQUITY OPPORT. FINAL K-1			
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 19,762,851.		18,286,728.	1,476,123.
b			<1,007.>
c			2,349,572.
d			45,977.
e			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			1,476,123.
b			<1,007.>
c			2,349,572.
d			45,977.
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	3,870,665.
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). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see 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	5,222,949.	117,308,693.	.044523
2010	4,908,233.	112,561,424.	.043605
2009	5,008,903.	106,139,498.	.047192
2008	7,988,541.	125,557,439.	.063625
2007	7,539,520.	143,536,259.	.052527

2 Total of line 1, column (d)	2	.251472
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	.050294
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	114,438,157.
5 Multiply line 4 by line 3	5	5,755,553.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	59,757.
7 Add lines 5 and 6	7	5,815,310.
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	5,699,417.

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	119,514.
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	119,514.
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	119,514.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	133,564.	
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	133,564.	
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	14,050.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ☐ 14,050. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
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. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	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	X
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 2012 or the taxable year beginning in 2012 (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

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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 ► WWW.WCHF.COM	13	X	
14	The books are in care of ► THE ORGANIZATION Telephone no. ► 757-345-0912 Located at ► 4801 COURTHOUSE STREET, WILLIAMSBURG, VA ZIP+4 ► 23188			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
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? 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 ► ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ► _____	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	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. ► _____		
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	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		110,100.	32,430.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
KAYREN SEGALL - 4801 COURTHOUSE STREET, SUITE 200, WILLIAMSBURG, VA	DIR - ACCOUNTING/OPERATIONS	93,305.	11,282.	0.
ROSS RICHARDSON - 4801 COURTHOUSE STREET, SUITE 200, WILLIAMSBURG, VA	DIR. OF COMMUNICATIONS	72,060.	17,856.	0.
PAULETTE A. PARKER - 4801 COURTHOUSE STREET, SUITE 200, WILLIAMSBURG, VA	GRANTS PROGRAM OFFICER	70,904.	16,581.	0.
KYRA A COOK - 4801 COURTHOUSE STREET, SUITE 200, WILLIAMSBURG, VA	GRANTS PROGRAM OFFICER	58,570.	7,737.	0.
CATHLEEN D. CAKE - 4801 COURTHOUSE STREET, SUITE 200, WILLIAMSBURG, VA	MGR OF ACCT. AND OPERATIONS	56,740.	7,529.	0.
Total number of other employees paid over \$50,000				1

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
THE INVESTMENT FUND FOR FOUNDATIONS - 4 TOWER BRIDGE 200 BARR HARBOR DR. SUITE 100, WEST COMMUNITY HEALTH SOLUTIONS 9603 BC GAYTON RD, # 201, RICHMOND, VA 23238	INVESTMENT CONSULTING GRANT CONSULTING SERVICES	145,293. 67,950.

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 SEE STATEMENT 10	37,548.
2 SEE STATEMENT 11	31,649.
3 SEE STATEMENT 12	36,561.
4 SEE STATEMENT 13	16,050.

Part IX-B Summary of Program-Related Investments

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

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

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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	113,441,748.
b	Average of monthly cash balances	1b	2,739,122.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	116,180,870.
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	116,180,870.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,742,713.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	114,438,157.
6	Minimum investment return. Enter 5% of line 5	6	5,721,908.

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	5,721,908.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	119,514.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	119,514.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5,602,394.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	5,602,394.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	5,602,394.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	5,688,351.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	11,066.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	5,699,417.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,699,417.

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.

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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				5,602,394.
2 Undistributed Income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008	24,668.			
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	24,668.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 5,699,417.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				5,602,394.
e Remaining amount distributed out of corpus	97,023.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	121,691.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
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)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	121,691.			
10 Analysis of line 9:				
a Excess from 2008	24,668.			
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012	97,023.			

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]

SEE ATTACHED GRANT GUIDELINES

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED SCHEDULE				4,516,864.
Total			3a	4,516,864.
b Approved for future payment				
SEE ATTACHED SCHEDULE				634,965.
Total			3b	634,965.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
INVESTMENTS	1,335,698.	0.	1,335,698.
LIMITED PARTNERSHIPS	1,814,127.	0.	1,814,127.
UBI FROM PARTNERSHIPS	1,231.	0.	1,231.
TOTAL TO FM 990-PF, PART I, LN 4	3,151,056.	0.	3,151,056.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
EARNINGS IN EQUITY INVESTMENTS	<605,282.>	<605,282.>	
UBI - PARTNERSHIPS	<23,061.>	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<628,343.>	<605,282.>	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	47,166.	0.		62,498.
TO FORM 990-PF, PG 1, LN 16B	47,166.	0.		62,498.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING FEES	3,655.	0.		3,655.
INVESTMENT FEES	324,417.	324,417.		0.
TO FORM 990-PF, PG 1, LN 16C	328,072.	324,417.		3,655.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
STATE INCOME TAXES	1,632.	0.		0.	
EXCISE TAX BENEFIT	47,309.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	48,941.	0.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PAYROLL FEES	2,988.	0.		2,988.	
HEALTHCARE HEROES	5,673.	0.		5,673.	
OFFICE SUPPLIES	14,502.	0.		13,945.	
MARKETING	613.	0.		613.	
TELEPHONE	11,381.	0.		10,610.	
POSTAGE	2,491.	0.		2,491.	
UTILITIES	1,363.	0.		1,363.	
MAINTAINENCE AGREEMENTS	18,117.	0.		19,291.	
INSURANCE	6,028.	0.		6,028.	
DUES	26,006.	0.		26,006.	
EDUCATION AND TRAINING	23,927.	0.		23,927.	
DCA- SHIP PROGRAM	37,548.	0.		37,548.	
DCA- CBHI PROGRAM	31,649.	0.		31,649.	
DCA- CHRONIC CARE	36,561.	0.		36,561.	
DCA- MEETING ROOM SPACE	16,050.	0.		16,050.	
TO FORM 990-PF, PG 1, LN 23	234,897.	0.		234,743.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
SEE ATTACHED DETAIL	COST	117,343,381.	117,343,381.	
TOTAL TO FORM 990-PF, PART II, LINE 13		117,343,381.	117,343,381.	

FORM 990-PF	OTHER LIABILITIES	STATEMENT,	8
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED FEDERAL EXCISE TAX LIABILITY	89,850.	137,159.
TOTAL TO FORM 990-PF, PART II, LINE 22	89,850.	137,159.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	9
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JEANNE ZEIDLER 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	PRESIDENT/CEO/SECRETARY 40.00	110,100.	32,430.	0.
NANCY CAMPBELL 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	BOARD CHAIR, EX-OFFICIO 2.00	0.	0.	0.
VIRGINIA L. MCLAUGHLIN 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	BOARD CHAIR 2.00	0.	0.	0.
DOUGLAS J MYERS 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	BOARD VICE CHAIR 2.00	0.	0.	0.
STEPHEN R. ADKINS 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 2.00	0.	0.	0.
DAVID C. ANDERSON 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 2.00	0.	0.	0.
HOWARD BUSBEE 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 2.00	0.	0.	0.
CRESSONDRA B. CONYERS 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 2.00	0.	0.	0.

WILLIAMSBURG COMMUNITY HEALTH FOUNDATION

54-1822359

RANDALL FOSKEY 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 2.00	0.	0.	0.
JAMES R. GOLDEN 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 2.00	0.	0.	0.
F.BRIAN HESTAND 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 2.00	0.	0.	0.
JOYCE M. JARRETT 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 2.00	0.	0.	0.
LAURA J. LODA 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VT 23188	TRUSTEE 2.00	0.	0.	0.
STEPHEN H. MONTGOMERY 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 2.00	0.	0.	0.
BERNARD H. NGO 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 2.00	0.	0.	0.
SHANE H. PENG, MD 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 2.00	0.	0.	0.
LOUIS F. ROSSITER 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VT 23188	TRUSTEE 2.00	0.	0.	0.
RICHARD H. RIZK 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 2.00	0.	0.	0.
RICHARD SCHREIBER 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 2.00	0.	0.	0.
JEFFREY O. SMITH 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 2.00	0.	0.	0.
RICHARD G. SMITH 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 2.00	0.	0.	0.

WILLIAMSBURG COMMUNITY HEALTH FOUNDATION

54-1822359

ROBERT B. TAYLOR 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 2.00	0.	0.	0.
SANFORD WANNER 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 2.00	0.	0.	0.
JONATHAN V. WEISS 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VA 23188	TRUSTEE 2.00	0.	0.	0.
CLARENCE A. WILSON 4801 COURTHOUSE STREET, SUITE 200 WILLIAMSBURG, VT 23188	TRUSTEE 2.00	0.	0.	0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII	110,100.	32,430.	0.
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FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT	10
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ACTIVITY ONE

SCHOOL HEALTH INITIATIVE PROGRAM-A PROGRAM TO IMPROVE THE HEALTH AND WELLNESS OF STUDENTS AND STAFF IN THE WILLIAMSBURG-JAMES CITY COUNTY PUBLIC SCHOOL DIVISION BY SUPPORTING AND PROMOTING HEALTHY EATING AND PHYSICAL ACTIVITY IN THE SCHOOL, HOME, AND COMMUNITY.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

37,548.

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT	11
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ACTIVITY TWO

CHILDREN'S BEHAVIORAL HEALTH INITIATIVE-A PROGRAM SUPPORTING A COALITION OF AGENCIES THAT PROVIDE BEHAVIORAL HEALTH SERVICES TO CHILDREN, ADOLESCENTS AND THEIR FAMILIES. PROJECTS INCLUDE THE GREATER WILLIAMSBURG CHILD ASSESSMENT CENTER AND A NETWORK OF CARE WEBSITE, A ONE-STOP INFORMATION SITE FOR FAMILIES AND SERVICE PROVIDERS.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 2

31,649.

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT 12
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ACTIVITY THREE

CHRONIC CARE INITIATIVE-A COLLABORATIVE PROGRAM WITH ORGANIZATIONS THAT PROVIDE DIRECT SERVICES TO UNINSURED AND UNDER-INSURED, CHRONICALLY ILL INDIVIDUALS IN THE GREATER WILLIAMSBURG AREA. THE GOAL IS TO IMPROVE BOTH THE ORGANIZATIONS' INDIVIDUAL AND COLLECTIVE CAPACITY TO SERVE THIS POPULATION.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 3

36,561.

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT 13
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ACTIVITY FOUR

WILLIAMSBURG COMMUNITY HEALTH FOUNDATION-FREE ACCESS TO WILLIAMSBURG COMMUNITY HEALTH FOUNDATION MEETING ROOM FACILITIES IS PROVIDED AS A SERVICE FOR NON-PROFIT ORGANIZATIONS WITHIN THE FOUNDATION'S SERVICE AREA.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 4

16,050.

Williamsburg Community Health Foundation, Inc.
Form 990-PF, Part I , Line 19- Depreciation
Form 990-PF, Part II , Line 14- Land, Buildings, and Equipment
Year Ended December 31, 2012

54-1822359

ASSETS

	<u>Beginning of Year</u>	<u>Additions</u>	<u>Disposals</u>	<u>End of Year</u>
Furniture	149,983	4,295	-	154,278
Equipment	112,179	6,771	-	118,950
Total	<u>\$ 262,162</u>	<u>\$ 11,066</u>	<u>\$ -</u>	<u>\$ 273,229</u>

**ACCUMULATED
DEPRECIATION**

	<u>Beginning of Year</u>	<u>Current Year Depreciation</u>	<u>Disposals</u>	<u>End of Year</u>
Furniture	108,158	19,951	-	128,109
Equipment	102,480	8,103	-	110,583
Total	<u>\$ 210,638</u>	<u>\$ 28,054</u>	<u>\$ -</u>	<u>\$ 238,692</u>

Fixed assets, net \$ 34,537

Note: Furniture and equipment are stated at cost. Depreciation is provided principally on a straight-line basis over the estimated useful lives of the respective assets, which range from three to ten years. Maintenance and repairs are charged to expense when incurred; major improvements are capitalized.

Williamsburg Community Health Foundation, Inc.
Form 990-PF, Part II, Line 13 - Investments (Other)
Year Ended December 31, 2012

54-1822359

Hedging and Total Return Assets

Private Advisors Distressed Opportunities Fund	\$ 1,987,436
TIFF Absolute Return Pool II	14,037,342
TIFF Multi-Asset Fund	29,513,926
TIFF Keystone Fund	37,496,178
Forester Offshore	1,698,646
MA Equity Opportunity Fund	-
Private Advisors Income Fund	1,397,362
TIFF Secondary Partners I	1,240,868
TIFF Secondary Partners II	4,323,056
MIT Private Equity Fund II	1,173,859
TIFF Private Equity Partners 2007	1,728,834
TIFF Partners V - US	574,267
TIFF Special Opportunity Fund	503,533
Private Advisors Small Company Buyout Fund III	1,115,738
TIFF Partners V - International	533,866
TIFF Private Equity Partners 2008	695,357
TIFF Private Equity Partners 2012	131,425
MA Investors Fund 1, LLC	2,776,133
GMO Forestry Fund 7-B	1,296,106
Metropolitan Real Estate Partners 2008 Distressed Co-Investment Fund	3,882,358
TIFF Real Estate Partners II	1,283,651
GMO Forestry Fund 6-B	34,733
TIFF Short Term Fund	5,408,624
Pending Purchases/Sales/Withdrawals	<u>4,510,083</u>

Balance Sheet Total, line 13 Investments-Other

\$ 117,343,381

Williamsburg Community Health Foundation
Revised Grant Making Categories

The following criteria apply to all WCHF grants:

- **Basic eligibility:**
 - Agency type
 - Non-profit 501(c)3 agencies (IRS determination letter required)
 - State, local or other government agencies
 - Fiscal Sponsorships in accordance with WCHF policies are permitted
 - Program/project must serve residents in the WCHF service area (City of Williamsburg, City of Poquoson, James City County, York County)
 - **Required documents from applicant agencies** (in addition to WCHF application forms):
 - Board roster
 - Annual report
 - IRS Form 990
 - Annual audit in accordance with WCHF policies
 - **Allowable costs:**
 - Program and/or operating costs as outlined in the grant application
 - Indirect costs calculated at up to 15% of salaries and wages (employee benefits not included) included in the project budget
 - Employee benefits in accordance with WCHF policies
 - **Excluded costs:**
 - Annual appeals and fundraising
 - Endowments
 - Real estate acquisition
 - Restoration of funds cut by governments or other organizations
 - Lobbying
-

Williamsburg Community Health Foundation
Revised Grant Making Categories

Grant category	Eligibility (in addition to basic eligibility)	Requirements	Characteristics	Application forms (in addition to required documents)
Foundation-directed	• Invitation only • May evolve from another type of grant category • Or may develop into another type of grant category	• Program aligns significantly with WCHF Strategic Plan • Population served aligns with WCHF Strategic Plan • Need for program is clearly demonstrated • Outcomes are process-driven, data-driven and long-term	• Ongoing grant • Intense, year-round staff involvement • Innovative, thus outcomes may initially involve some uncertainty • Involves collaboration with multiple partners	• Streamlined WCHF application • List of measurable goals, both long-term and for grant cycle • Organization budget • Program budget • Program budget narrative • Job description(s), if applicable • Contract includes measurable goals with six-month and final reporting requirements

Williamsburg Community Health Foundation
Revised Grant Making Categories

Grant category	Eligibility (in addition to basic eligibility)	Requirements	Characteristics	Application forms (in addition to required documents)
Basic Operating Support	• Invitation only • May evolve from another type of grant category • Or may develop into another type of grant category • Government agencies, colleges and universities, and hospitals are not eligible • No agency may receive more than one WCHF “basic operating support” grant at any given time	• Organization mission aligns with WCHF Strategic Plan • Population served aligns with WCHF Strategic Plan • Need for the organization mission is clearly demonstrated • Outcomes are data-driven and clear • Organization has significant track record and must have received WCHF funding within the last three years • WCHF support may not exceed 30% of organization budget • Organization has demonstrated at least three years of stable executive leadership • Must successfully seek funding from additional sources	• Ongoing grant • Intense staff involvement at the invitation stage of grant making process • Grant made on an annual basis • Grant funds are unrestricted, keeping in mind excluded costs • Outputs and outcomes are predictable • Initial “basic operating support” funding recommendations are based on existing WCHF funding amounts and supported by best-practices research	• Streamlined WCHF application • List of measurable goals for grant cycle • Organization budget • Contract includes measurable goals with six-month and final reporting requirements

**Williamsburg Community Health Foundation
Revised Grant Making Categories**

Grant category	Eligibility (in addition to basic eligibility)	Requirements	Characteristics	Application forms (in addition to required documents)
Basic Program Support	• Invitation only • May evolve from another type of grant category • Or may develop into another type of grant category • No agency may receive more than two WCHF "basic program support" grants in any calendar year	• Program goals aligns with WCHF Strategic Plan • Population served aligns with WCHF Strategic Plan • Need for the program is clearly demonstrated • Outcomes are data-driven and clear • Organization operating the program has significant track record • Must successfully seek funding from additional sources	• Ongoing grant • Intense staff involvement at the invitation stage of grant making process • Grant made on an annual basis • Offers an opportunity for service delivery of interest to WCHF • Grant funds are restricted to specific program • Outputs and outcomes are predictable • Initial "basic program support" funding recommendations are based on existing WCHF funding amounts and supported by best-practices research	• Streamlined WCHF application • List of measurable goals for grant cycle • Program budget • Program budget narrative • Program income form • Job description(s), if applicable • Contract includes measurable goals with six-month and final reporting requirements

Williamsburg Community Health Foundation
Revised Grant Making Categories

Grant category	Eligibility (in addition to basic eligibility)	Requirements	Characteristics	Application forms (in addition to required documents)
Responsive	• Initiated by LOI • Open to any qualified applicant • Or may develop from a "basic operating support" or "basic program support" grant should WCHF choose to decrease funding • No agency may receive more than two WCHF "responsive" grants in any calendar year	• Population served aligns with WCHF Strategic Plan • Program/project aligns with WCHF Strategic Plan • Need for program is demonstrated • Outcomes are data-driven and near-term • If applicable, realistic sustainability plan in place to accommodate decreased funding	• Provides opportunity to fund new initiatives • May include WCHF requests to address a specific need • May be one-time grant • Or funding declines over 3 to 4 years or less: ○ Year 1 was a new grant or from a different category ○ Year 2 at 75% ○ Year 3 at 50% ○ Year 4 at 25% ○ Year 5 at zero • Not obligated to fund for four years if outcomes are not met • Or, if successful, program "graduates" to another level	• Post-LOI, invitation to apply: ○ Current WCHF application ○ Program budget ○ Program budget narrative ○ Program income form ○ Job description(s), if applicable • Contract includes indicators of success with six-month and final reporting requirements

Williamsburg Community Health Foundation

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

Year Ended December 31, 2012

54-1822359

Name and Address	If Individual, List Relationship to Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Angels of Mercy Medical Mission 7151 Richmond Road, Suite 401 Williamsburg, VA 23188	N/A	Public Charity	Program Support Chronic Care Collaborative - Therapeutic Lifestyle Change Program	\$124,863
Avalon A Center for Women and Children P O Box 6805 Williamsburg, Virginia 23188	N/A	Public Charity	Program Support Self Sufficiency Services for Homeless Families in Cnsis	\$20,000
Avalon A Center for Women and Children P O Box 6805 Williamsburg, Virginia 23188	N/A	Public Charity	Program Support Survivor to Thrive Program	\$20,000
Avalon A Center for Women and Children P O Box 6805 Williamsburg, Virginia 23188	N/A	Public Charity	Program Support Walking Works Trustee Grant	\$1,000
Bacon Street Post Office Drawer 279 Williamsburg, VA 23187-0279	N/A	Public Charity	Program Support Youth Substance Abuse Intervention and Treatment	\$76,478
Center for Child and Family Services, Inc P O Box 7315 2021 Cunningham Drive, Suite 400 Hampton, VA 23666-3371	N/A	Public Charity	Program Support Child and Family Connection Multicultural Counseling & Outreach Program for the Greater Williamsburg Area	\$37,500
Center for Child and Family Services, Inc P.O Box 7315 2021 Cunningham Drive, Suite 400 Hampton, VA 23666-3371	N/A	Public Charity	Program Support Child and Family Connection Violence Prevention/Intervention Program	\$20,000
Center for Excellence in Aging and Geriatric Health 3901 Treyburn Drive, Suite 100 - Williamsburg, VA 23185	N/A	Public Charity	Program Support SBIRT- Screening, Brief Intervention, and Referral to Treatment for Adults 55 and Older	\$105,000

Williamsburg Community Health Foundation

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

Year Ended December 31, 2012

54-1822359

Name and Address	If Indivd, List Relationship to Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Child Development Resources (CDR) PO Box 280 Norge, VA 23127	N/A	Public Charity	Program Support <i>Walking Works Trustee Grant</i>	\$500
Child Development Resources (CDR) PO Box 280 Norge, VA 23127	N/A	Public Charity	Program Support <i>Parents as Teachers of Greater Williamsburg</i>	\$77,250
Child Development Resources (CDR) PO Box 280 Norge, VA 23127	N/A	Public Charity	Program Support <i>Infant and Parent Program Early Intervention for Babies and Toddlers</i>	\$87,000
Child Development Resources (CDR) PO Box 280 Norge, VA 23127	N/A	Public Charity	Program Support <i>Network for Latino People Community and Medical Interpretation Services (CMIS)</i>	\$31,165
College of William & Mary Schroeder Center for Health Care Policy The Thomas Jefferson Program in Public Policy PO Box 8795 Williamsburg, VA 23187-8795	N/A	Public Charity	Program Support <i>Enhancing Health in the Historic Triangle through Data Interpretation, Data Sharing, and Practice Review</i>	\$30,230
Colonial Behavioral Health 473 McLaws Circle Williamsburg, VA 23185	N/A	Public Charity	Program Support <i>Chronic Care Collaborative Behavioral Health Consultation and Integration with Primary Health Care</i>	\$120,000
Colonial Behavioral Health 473 McLaws Circle Williamsburg, VA 23185	N/A	Public Charity	Program Support <i>Children's Behavioral Health Initiative</i>	\$332,363
Colonial Behavioral Health 473 McLaws Circle Williamsburg, VA 23185	N/A	Public Charity	Program Support <i>Health Care Hero Award</i>	\$500

Williamsburg Community Health Foundation

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

Year Ended December 31, 2012

54-1822359

Name and Address	If Individual, List Relationship to Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Colonial Behavioral Health 473 McLaws Circle Williamsburg, VA 23185	N/A	Public Charity	Program Support <i>Intensive Outpatient Program</i>	\$45,718
Colonial Community Corrections 4093 Ironbound Road, Suite B Williamsburg, VA 23188	N/A	Public Charity	Program Support <i>Better Way A Therapeutic & Transitional Substance Abuse Program</i>	\$36,650
Colonial Court Appointed Special Advocate Program 1311 Jamestown Road, Suite 201 Williamsburg, VA 23185	N/A	Public Charity	Program Support <i>Walking Works Trustee Grant</i>	\$500
Community Housing Partners 448 Depot Street Christiansburg, VA 24073	N/A	Public Charity	Program Support <i>Williamsburg-Yorktown Community Health Initiative</i>	\$38,910
FISH, Inc 312 Waller Mill Road, Suite 800 Williamsburg, VA 23185	N/A	Public Charity	Program Support <i>Health Priorities In Action</i>	\$20,000
Gloucester-Mathews Free Clinic 2276 George Washington Memorial Highway Hayes, VA 23072	N/A	Public Charity	Program Support <i>Chronic Care Collaborative</i>	\$295,000
Gloucester-Mathews Free Clinic 2276 George Washington Memorial Highway Hayes, VA 23072	N/A	Public Charity	Program Support <i>Health Care Hero Award</i>	\$500
Grove Christian Outreach Center 8910-E Pocahontas Trail Williamsburg, VA 23185	N/A	Public Charity	Program Support <i>Food PLUS with New Healthy Diabetes Management Program</i>	\$32,500

Williamsburg Community Health Foundation

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

Year Ended December 31, 2012

54-1822359

Name and Address	If Individ, List Relationship to Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Grove Christian Outreach Center 8910-E Pocahontas Trail Williamsburg, VA 23185	N/A	Public Charity	Program Support <i>Health Care Hero Award</i>	\$1,000
Historic Triangle Senior Center 5301 Longhill Road Williamsburg, VA 23188	N/A	Public Charity	Program Support <i>RIDES</i>	\$100,000
New Horizons Family Counseling The School of Education College of William & Mary P O Box 8795, Williamsburg, VA 23187-8795	N/A	Public Charity	Program Support <i>Building Strong Systems of Support for Children's Emotional and Behavioral Health Empowering At-Risk Families</i>	\$57,500
Northern Neck Free Health Clinic 51 William B Grant Court P O Box 1694 Kilmarnock, VA 22482	N/A	Public Charity	Program Support <i>Health Care Hero Award</i>	\$500
Olde Towne Medical Center 5249 Olde Towne Road Williamsburg, VA 23188	N/A	Public Charity	Program Support <i>Chronic Care Collaborative</i>	\$245,000
Olde Towne Medical Center 5249 Olde Towne Road Williamsburg, VA 23188	N/A	Public Charity	Program Support <i>Health Care Hero Award</i>	\$500
Olde Towne Medical Center 5249 Olde Towne Road Williamsburg, VA 23188	N/A	Public Charity	Program Support <i>Core Program Support</i>	\$426,533
Olivet Medical Ministry, Inc 1620 Old Williamsburg Road Yorktown, VA 23690	N/A	Public Charity	Program Support <i>EMR Implementation</i>	\$17,500

Williamsburg Community Health Foundation

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

Year Ended December 31, 2012

54-1822359

Name and Address	If Indivd, List Relationship to Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Olivet Medical Ministry, Inc 1620 Old Williamsburg Road Yorktown, VA 23690	N/A	Public Charity	Program Support <i>Chronic Care Collaborative</i>	\$515,816
Olivet Medical Ministry, Inc 1620 Old Williamsburg Road Yorktown, VA 23690	N/A	Public Charity	Program Support <i>Health Care Hero Award</i>	\$500
Olivet Medical Ministry, Inc 1620 Old Williamsburg Road Yorktown, VA 23690	N/A	Public Charity	Program Support <i>Volunteer Recruitment Project</i>	\$38,000
Olivet Medical Ministry, Inc 1620 Old Williamsburg Road Yorktown, VA 23690	N/A	Public Charity	Program Support <i>Oral Health Access Project</i>	\$16,000
Peninsula Agency on Aging 739 Thimble Shoals Boulevard, Suite 1006 Newport News, VA 23606-3585	N/A	Public Charity	Program Support <i>PADRN-CARES Project</i>	\$57,500
Peninsula Agency on Aging 739 Thimble Shoals Boulevard, Suite 1006 Newport News, VA 23606-3585	N/A	Public Charity	Program Support <i>Senior Health Assistance Resource Project (S H A R P)</i>	\$123,000
Peninsula Agency on Aging 739 Thimble Shoals Boulevard, Suite 1006 Newport News, VA 23606-3585	N/A	Public Charity	Program Support <i>Senior Services Coalition Core Support</i>	\$56,940
Peninsula Agency on Aging 739 Thimble Shoals Boulevard, Suite 1006 Newport News, VA 23606-3585	N/A	Public Charity	Program Support <i>Walking Works Trustee Grant</i>	\$500

Williamsburg Community Health Foundation**Form 990-PF, Part XV, Supplemental Information, Line 3a --Grants and Contributions Paid During the Year****Year Ended December 31, 2012****54-1822359**

Name and Address	If Individual, List Relationship to Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Project CARE, Inc 416 J Clyde Morris Boulevard Newport News, VA 23601	N/A	Public Charity	Program Support <i>Project CARE</i>	\$88,750
Literacy for Life at the Rita Welsh Adult Learning Center P O Box 8795 Williamsburg, VA 23187-8795	N/A	Public Charity	Program Support <i>Health Education and Literacy (HEAL) Project</i>	\$5,000
Rx Partnership 2924 Emerywood Parkway, Suite 300 Richmond, VA 23294	N/A	Public Charity	Program Support <i>Chronic Care Collaborative Rx Partnership Special Project</i>	\$10,000
Rx Partnership 2924 Emerywood Parkway, Suite 300 Richmond, VA 23294	N/A	Public Charity	Program Support <i>Rx Partnership</i>	\$10,000
St David's Free Health Clinic 11241 West River Road Aylett, VA 23009	N/A	Public Charity	Program Support <i>Health Care Hero Award</i>	\$500
Tappahannock Regional Free Clinic Inc P O Box 2313 Tappahannock, VA 22560-2313	N/A	Public Charity	Program Support <i>Health Care Hero Award</i>	\$500
The Arc of Greater Williamsburg 202-D Packets Court Williamsburg, VA 23185	N/A	Public Charity	Program Support <i>"Stay Fit for the Future Continued Adapted Wellness Programming"</i>	\$20,000
United Way of Greater Williamsburg 5400 Discovery Park Blvd Suite 104 Williamsburg, VA 23188	N/A	Public Charity	Program Support <i>Health Care Hero Award</i>	\$2,000

Williamsburg Community Health Foundation

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

Year Ended December 31, 2012

54-1822359

Name and Address	If Indivd, List Relationship to Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Virginia Health Care Foundation 707 E Main Street, Suite 1350 Richmond, VA 23219	N/A	Public Charity	Program Support Greater Williamsburg Medication Assistance Program (GWMAP)	\$446,198
Virginia Legacy Soccer Club 1117 Old Colony Lane Williamsburg, VA 23185	N/A	Public Charity	Program Support Virginia Legacy Soccer Club Community Partnership Program	\$16,000
Virginia Regional Ballet 1228 Richmond Road Williamsburg, VA 23185	N/A	Public Charity	Program Support Virginia Regional Ballet Fitness Camp	\$4,500
Williamsburg Area Faith in Action 354 McLaws Circle, Suite 2 Williamsburg, VA 23185	N/A	Public Charity	Program Support Medical Transportation	\$20,000
Williamsburg Area Meals-On-Wheels, Inc P O Box 709 Williamsburg, VA 23187-0709	N/A	Public Charity	Program Support Community Safety Net for Low Income Residents and Nutrition Education	\$38,500
Williamsburg Area Meals-On-Wheels, Inc P O Box 709 Williamsburg, VA 23187-0709	N/A	Public Charity	Program Support Health Care Hero Award	\$1,000
Williamsburg-James City County Public Schools 101-D Mounts Bay Road, P O. Box 8783 Williamsburg, VA 23187-8783	N/A	Public Charity	Program Support School Health Initiative Program (SHIP)	\$554,000
Williamsburg-James City County Public Schools 101-D Mounts Bay Road, P O Box 8783 Williamsburg, VA 23187-8783	N/A	Public Charity	Program Support Health Care Hero Award	\$2,000

Williamsburg Community Health Foundation

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

Year Ended December 31, 2012

54-1822359

Name and Address	If Individual, List Relationship to Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
York County Division of Juvenile Services 224 Ballard Street, P O Box 532 Yorktown, VA 23690	N/A	Public Charity	Program Support <i>Psychological and Substance Abuse Services (PSAS) Program</i>	\$87,500
Total Contributions Paid During the Year				<u><u>\$4,516,864</u></u>

Williamsburg Community Health Foundation

**Form 990-PF, Part XV, Supplemental Information, Line 3b –Grants and Contributions Approved For Future Payment
Year Ended December 31, 2012**

54-1822359

Name and Address	Relationship to Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Bacon Street Post Office Drawer 279 Williamsburg, VA 23187-0279	N/A	Public Charity	Program Support <i>Youth Substance Abuse Intervention and Treatment</i>	\$32,500
Center for Child and Family Services, Inc P O Box 7315 2021 Cunningham Drive, Suite 400 Hampton, VA 23666-3371	N/A	Public Charity	Program Support <i>Child and Family Connection Multicultural Counseling & Outreach Program for the Greater Williamsburg Area</i>	\$19,000
Center for Excellence in Aging and Geriatric Health 3901 Treyburn Drive, Suite 100 Williamsburg, VA 23185	N/A	Public Charity	Program Support <i>SBIRT- Screening, Brief Intervention, and Referral to Treatment for Adults 55 and Older</i>	\$40,000
Child Development Resources (CDR) PO Box 280 Norge, VA 23127	N/A	Public Charity	Program Support <i>Parents as Teachers of Greater Williamsburg</i>	\$39,000
Child Development Resources (CDR) PO Box 280 Norge, VA 23127	N/A	Public Charity	Program Support <i>Infant and Parent Program Early Intervention for Babies and Toddlers</i>	\$45,000
Child Development Resources (CDR) PO Box 280 Norge, VA 23127	N/A	Public Charity	Program Support <i>Network for Latino People Community and Medical Interpretation Services (CMIS)</i>	\$12,500
College of William & Mary Schroeder Center for Health Care Policy The Thomas Jefferson Program in Public Policy PO Box 8795 Williamsburg, VA 23187-8795	N/A	Public Charity	Program Support <i>Enhancing Health in the Historic Triangle through Data Interpretation, Data Sharing, and Practice Review</i>	\$62,125
Colonial Behavioral Health 473 McLaws Circle Williamsburg, VA 23185	N/A	Public Charity	Program Support <i>Intensive Outpatient Program</i>	\$23,000
Colonial Community Corrections 4093 Ironbound Road, Suite B Williamsburg, VA 23188	N/A	Public Charity	Program Support <i>Better Way A Therapeutic & Transitional Substance Abuse Program</i>	\$19,150
Community Housing Partners 448 Depot Street Christiansburg, VA 24073	N/A	Public Charity	Program Support <i>Williamsburg-Yorktown Community Health Initiative</i>	\$19,500
Historic Triangle Senior Center 5301 Longhill Road Williamsburg, VA 23188	N/A	Public Charity	Program Support <i>RIDES</i>	\$50,000

New Horizons Family Counseling Center The School of Education College of William & Mary PO Box 8795 Williamsburg, VA 23187-8795	N/A	Public Charity	Program Support <i>Building strong systems of Support</i>	\$57,500
Olivet Medical Ministry, Inc 1620 Old Williamsburg Road Yorktown, VA 23690	N/A	Public Charity	Program Support <i>Volunteer Recruitment Project</i>	\$17,500
Olivet Medical Ministry, Inc 1620 Old Williamsburg Road Yorktown, VA 23690	N/A	Public Charity	Program Support <i>Dental Equipment Project</i>	\$20,000
Peninsula Agency on Aging 739 Thimble Shoals Boulevard, Suite 1006 Newport News, VA 23606-3585	N/A	Public Charity	Program Support <i>Senior Health Assistance Resource Project (S H A R P)</i>	\$64,000
Peninsula Agency on Aging 739 Thimble Shoals Boulevard, Suite 1006 Newport News, VA 23606-3585	N/A	Public Charity	Program Support <i>Senior Services Coalition Core Support</i>	\$19,440
Project CARE, Inc 416 J Clyde Morris Boulevard Newport News, VA 23601	N/A	Public Charity	Program Support <i>Project CARE</i>	\$38,750
Williamsburg Area Meals-On-Wheels, Inc P O Box 709 Williamsburg, VA 23187-0709	N/A	Public Charity	Program Support <i>Community Safety Net for Low Income Residents and Nutrition Education</i>	\$18,500
York County Division of Juvenile Services 224 Ballard Street, P O Box 532 Yorktown, VA 23690	N/A	Public Charity	Program Support <i>Psychological and Substance Abuse Services (PSAS) Program</i>	\$37,500

Total Contributions Approved for Future Payment

\$634,965
