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Form **990-PF**

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

OMB No 1545-0052

2012Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2012 or tax year beginning **09/01/12**, and ending **08/31/13**

Name of foundation GREENSVILLE MEMORIAL FOUNDATION F/K/A GREENSVILLE MEMORIAL HOSPITAL		A Employer identification number 54-0645217
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 1015	Room/suite	B Telephone number (see instructions) 434-336-9822
City or town, state, and ZIP code EMPORIA VA 23847		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 13,704,862	J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify)	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)
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	34,410		34,410	
4	Dividends and interest from securities	213,740	213,740		
5a	Gross rents	435,518	435,518		
b	Net rental income or (loss) 297,165				
6a	Net gain or (loss) from sale of assets not on line 10	742,789			
b	Gross sales price for all assets on line 6a 2,758,517				
7	Capital gain net income (from Part IV, line 2)		742,789		
8	Net short-term capital gain			0	
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) STMT 1	279,358	120,093	159,265	
12	Total. Add lines 1 through 11	1,705,815	1,512,140	193,675	
13	Compensation of officers, directors, trustees, etc.	36,466	9,117	9,117	
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) SEE STMT 2	3,075		3,075	
b	Accounting fees (attach schedule) STMT 3	23,757	7,800	15,159	798
c	Other professional fees (attach schedule) STMT 4	32,290	32,290		
17	Interest	99,086		50,110	48,976
18	Taxes (attach schedule) (see instructions) STMT 5	12,593			
19	Depreciation (attach schedule) and depletion STMT 6	89,235		88,554	
20	Occupancy	6,600		2,640	
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) STMT 8	225,255	138,353	25,020	9,119
24	Total operating and administrative expenses. Add lines 13 through 23	528,357	187,560	193,675	58,893
25	Contributions, gifts, grants paid	374,983			326,098
26	Total expenses and disbursements. Add lines 24 and 25	903,340	187,560	193,675	384,991
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	802,475			
b	Net investment income (if negative, enter -0-)		1,324,580		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

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Revenue

Operating and Administrative Expenses

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash – non-interest-bearing	224,305	104,798	104,798
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ SEE WRK 1,410,815 Less: allowance for doubtful accounts ▶ 0		1,410,815	1,410,815
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) SEE STMT 9	3,927,606	3,239,941	3,239,941
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment basis ▶ 7,225,412 Less: accumulated depreciation (attach sch) ▶ STMT 10 2,683,790	4,658,907	4,541,622	4,541,622
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule) SEE STATEMENT 11	201,002	208,781	208,781
	14 Land, buildings, and equipment basis ▶ 3,559,787 Less: accumulated depreciation (attach sch) ▶ STMT 12 355,174	3,293,453	3,204,613	3,204,613
15 Other assets (describe ▶ SEE STATEMENT 13)	894,538	994,292	994,292	
16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	13,199,811	13,704,862	13,704,862	
Liabilities	17 Accounts payable and accrued expenses	168,474	168,505	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule) SEE WORKSHEET	2,263,671	2,059,540	
	22 Other liabilities (describe ▶ SEE STATEMENT 14)	546,026	523,842	
	23 Total liabilities (add lines 17 through 22)	2,978,171	2,751,887	
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	9,120,427	9,750,184	
	25 Temporarily restricted	1,101,213	1,202,791	
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☐			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	10,221,640	10,952,975	
	31 Total liabilities and net assets/fund balances (see instructions)	13,199,811	13,704,862	

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	10,221,640
2 Enter amount from Part I, line 27a	2	802,475
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 15	3	50,323
4 Add lines 1, 2, and 3	4	11,074,438
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 16	5	121,463
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	10,952,975

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	VARIOUS	VARIOUS
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,758,517		2,015,728	742,789
b			
c			
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			742,789
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	742,789
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	400,361	5,708,115	0.070139
2010	304,261	7,961,720	0.038215
2009	181,137	7,712,038	0.023488
2008	376,352	6,823,750	0.055153
2007	444,287	7,610,953	0.058375

2 Total of line 1, column (d)	2	0.245370
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	0.049074
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	4,891,740
5 Multiply line 4 by line 3	5	240,057
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	13,246
7 Add lines 5 and 6	7	253,303
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	384,991

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	13,246
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	13,246
4	Subtle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	13,246
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	6,000
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	6,000
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	7,246
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2013 estimated tax ☐ Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) 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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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)	SEE STATEMENT 17	11	X	
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A		13	X	
14	The books are in care of ► JILL SLATE, EXECUTIVE DIRECTOR PO BOX 1015	Telephone no. ► 434-336-9822			
	Located at ► EMPORIA	VA	ZIP+4 ► 23847		
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►		16	Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes	☒ No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	N/A	1c
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 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 ► 20 , 20 , 20 , 20	☐ Yes	☒ No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions)	N/A	2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☒ Yes	☐ No
b	If "Yes," did it have excess business holdings in 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
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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

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)?

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**

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 18				

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

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

Total number of other employees paid over \$50,000**0**

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

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

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

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

	Expenses
1 A FOUNDATION THAT UTILIZES ITS ASSETS AND DONATIONS FOR THE PURPOSE OF COMMUNITY HEALTH AND PUBLIC BENEFIT.	93,303
2	
3	
4	

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

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

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

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	4,861,212
b	Average of monthly cash balances	1b	105,022
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	4,966,234
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	4,966,234
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	74,494
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,891,740
6	Minimum investment return. Enter 5% of line 5	6	244,587

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	244,587
2a	Tax on investment income for 2012 from Part VI, line 5	2a	13,246
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	13,246
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	231,341
4	Recoveries of amounts treated as qualifying distributions	4	15,074
5	Add lines 3 and 4	5	246,415
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	246,415

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	384,991
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	384,991
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	13,246
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	371,745

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				246,415
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			65,038	
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 ▶ \$ 384,991				
a Applied to 2011, but not more than line 2a			65,038	
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2012 distributable amount				246,415
e Remaining amount distributed out of corpus	73,538			
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	73,538			
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	73,538			
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	73,538			

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 foundation is a private operating foundation described in section
- ☐
- 4942(j)(3) or
- ☐
- 4942(j)(5)

- 2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

[illegible]

- b** 85% of line 2a
- c** Qualifying distributions from Part XII, line 4 for each year listed
- d** Amounts included in line 2c not used directly for active conduct of exempt activities
- e** Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

- 3** Complete 3a, b, or c for the alternative test relied upon:

- a “Assets” alternative test – enter:**

- (1) Value of all assets
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

- b** "Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

- c** “Support” alternative test – enter:

- (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)**

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)**

- (3) Largest amount of support from an exempt organization**

- (4) Gross investment income**

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

JILL SLATE, EXECUTIVE DIRECTOR 434-336-9822
PO BOX 1015 EMPORIA VA 23847

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

SEE STATEMENT 19

- c** Any submission deadlines:

SEE STATEMENT 20

- d** Any restrictions or limitations on awards, such as by geographical areas, chantable fields, kinds of institutions, or other factors:

SEE STATEMENT 21

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STATEMENT 22				326,098
Total			▶ 3a	326,098
b Approved for future payment SEE STATEMENT 23				114,557
Total			▶ 3b	114,557

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Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
INCOME FROM SUBSIDIARY	\$ 120,093	\$ 120,093	\$
YMCA RENT	150,000		150,000
SCHOLARSHIP FORFEITURE INCOME	9,172		9,172
MISCELLANEOUS INCOME	93		93
TOTAL	\$ 279,358	\$ 120,093	\$ 159,265

Statement 2 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
HANCOCK, DANIEL, JOHNSON & NAGLE	\$ 3,075	\$	\$ 3,075	\$
TOTAL	\$ 3,075	\$ 0	\$ 3,075	\$ 0

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
CREEDLE, JONES & ALGO	\$ 7,800	\$ 7,800	\$	\$
MEADOWS URQUHART ACREE & COOK	15,957		15,159	798
TOTAL	\$ 23,757	\$ 7,800	\$ 15,159	\$ 798

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT FEES	\$ 32,290	\$ 32,290	\$	\$
TOTAL	\$ 32,290	\$ 32,290	\$ 0	\$ 0

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXCISE TAX	\$ 12,593	\$	\$	\$
TOTAL	\$ 12,593	\$ 0	\$ 0	\$ 0

Statement 6 - Form 990-PF, Part I, Line 19 - Depreciation

Description	Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
DEPRECIATION		\$	\$			0	\$ #67890987654	\$
DEPRECIATION						89,235		
TOTAL		\$ 0	\$ 0			\$ 89,235	\$ 0	\$ 0

Statement 7 - Form 990-PF, Part I, Line 23 - Amortization

Description	Date Acquired	Cost Basis	Prior Year Amortization	Life	Current Year Amortization	Net Investment Income	Adjusted Net Income	COGS
AMORTIZATION		\$	\$		\$ 4,798	\$	\$	
TOTAL		\$ 0	\$ 0		\$ 4,798	\$ 0	\$ 0	\$ 0

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Statement 8 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
RENTALS	\$	\$	\$	\$
INVESTMENT DEPRECIATION	138,353	138,353		
EXPENSES				
INSURANCE	23,840		9,536	9,119
SCHOLARSHIP EXPENSES	9,119			
TELEPHONE	2,782		1,113	
OFFICE EXPENSE	30,305		12,122	
MISCELLANEOUS	10,436			
TRAVEL, MEALS & ENTERTAINMENT	5,622		2,249	
TOTAL	\$ 220,457	\$ 138,353	\$ 25,020	\$ 9,119

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Statement 9 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
COMMON STOCKS	\$ 3,927,606	\$ 3,239,941	MARKET	\$ 3,239,941
TOTAL	\$ 3,927,606	\$ 3,239,941		\$ 3,239,941

Statement 10 - Form 990-PF, Part II, Line 11 - Land, Building, and Equipment Investments

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
	\$ 4,658,907	\$ 7,225,412	\$ 2,683,790	\$ 4,541,622
TOTAL	\$ 4,658,907	\$ 7,225,412	\$ 2,683,790	\$ 4,541,622

Statement 11 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
MONEY MARKET ACCOUNTS	\$ 74,988	\$ 180,593	MARKET	\$ 180,593
MUTUAL FUNDS	126,014	28,188	MARKET	28,188
TOTAL	\$ 201,002	\$ 208,781		\$ 208,781

Statement 12 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
BUILDINGS & EQUIPMENT	\$ 2,191	\$ 17,622	\$ 15,717	\$ 1,905
YMCA BUILDING	3,291,262	3,542,165	339,457	3,202,708
TOTAL	\$ 3,293,453	\$ 3,559,787	\$ 355,174	\$ 3,204,613

Federal Statements**Statement 13 - Form 990-PF, Part II, Line 15 - Other Assets**

Description	Beginning of Year	End of Year	Fair Market Value
KING TRUST	\$ 853,881	\$ 958,572	\$ 958,572
NON-TRADE RECEIVABLES	10,304	9,896	9,896
ACCRUED INTEREST RECEIVABLE	3,631		
PREPAID EXPENSES	2,734	3,036	3,036
DUE FROM SUBSIDIARY		3,597	3,597
LOAN ORIGATION COSTS NET OF AMORT	23,988	19,191	19,191
TOTAL	<u>\$ 894,538</u>	<u>\$ 994,292</u>	<u>\$ 994,292</u>

Statement 14 - Form 990-PF, Part II, Line 22 - Other Liabilities

Description	Beginning of Year	End of Year
INVESTMENT IN SUBSIDIARY	\$ 513,935	\$ 523,842
DUE TO SUBSIDIARY	4,500	
DEFERRED INSURANCE PROCEEDS	27,591	
TOTAL	<u>\$ 546,026</u>	<u>\$ 523,842</u>

Statement 15 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
UNREALIZED GAINS	\$ 50,323
TOTAL	<u>\$ 50,323</u>

Statement 16 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
TAXABLE INCOME NOT RECORDED ON BOOKS	\$ 121,463
TOTAL	<u>\$ 121,463</u>

10728 Greensville Memorial Foundation
54-0645217
FYE: 8/31/2013

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Statement 17 - Form 990-PF, Part VII-A, Line 11 - Controlled Entity Information

<u>Name / Address</u>	<u>EIN</u>	<u>Description</u>	<u>Amount</u>
TRANSFERS FROM CONTROLLED ENTITIES			\$
EUGENE H. BLOOM RETIREMENT CENTER PO BOX 1015 EMPORIA VA 23847	54-1574204	DIVIDEND INCOME	121,463
EUGENE H. BLOOM RETIREMENT CENTER PO BOX 1015 EMPORIA VA 23847	54-1574204	NONTAXABLE DISTRIBUTIONS	8,537
TOTAL			<u>\$ 130,000</u>

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**Statement 18 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees,
Etc.**

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
MICHAEL S. ANDERSON, MD PO BOX 1015 EMPORIA VA 23847	CHAIRMAN	2.00	0	0	0
FRANK E. KIENTZ PO BOX 1015 EMPORIA VA 23847	TREASURER	2.00	0	0	0
ANGELA B. WILSON, MD PO BOX 1015 EMPORIA VA 23847	SECRETARY	2.00	0	0	0
ROBERT GRIZZARD, JR. PO BOX 1015 EMPORIA VA 23847	VICE-CHAIRMA	2.00	0	0	0
BRIAN K. ROBERTS PO BOX 1015 EMPORIA VA 23847	MEMBER	2.00	0	0	0
THEOPOLIS GILLIAM, MD PO BOX 1015 EMPORIA VA 23847	MEMBER	2.00	0	0	0
JAMES C. SAUNDERS PO BOX 1015 EMPORIA VA 23847	MEMBER	2.00	0	0	0
JILL SLATE PO BOX 1015 EMPORIA VA 23847	EXEC DIRECT	40.00	36,466	0	0

Federal Statements**Statement 19 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents****Description**

THE APPLICATION MUST INCLUDE A BRIEF OVERVIEW OF THE ORGANIZATION AND THE PROPOSED PROJECT. ALSO INCLUDED IS AN INTRODUCTION, PROBLEM STATEMENT, FUTURE FUNDING, GOALS, BUDGET AND EVALUATION.

Statement 20 - Form 990-PF, Part XV, Line 2c - Submission Deadlines**Description**

AUGUST 1 FOR THE FALL GRANT CYCLE AND FEBRUARY 1 FOR THE SPRING GRANT CYCLE.

Statement 21 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations**Description**

AWARDS ARE RESTRICTED TO AREAS SERVICED BY THE GREENSVILLE MEMORIAL HOSPITAL AND ARE LIMITED TO A ONE-YEAR PERIOD.

Federal Statements**Statement 22 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

Name		Address		Purpose	Amount
Address	Relationship	Status			
DISTRICT 19 CMNTY SRVCS EMPORIA VA 23847	215 W. ATLANTIC STREET	PUBLIC		TRANSPORATION	240
GREENS CNTY HEALTH DEPT EMPORIA VA 23847	140 URIAH BRANCH WAY	PUBLIC		MAMMOGRAPHY PROJECT	9,010
YMCA - EMPORIA EMPORIA VA 23847	212 WEAVER AVENUE	PUBLIC		RENT SUPPORT	33,333
YMCA - EMPORIA EMPORIA VA 23847	212 WEAVER AVENUE	PUBLIC		FACILITY REPAIRS	1,195
BOYS & GIRLS CLUB - EMPORIA EMPORIA VA 23847	105 SCHOOL STREET	PUBLIC		PROGRAM SUPPORT	6,953
SERENITY PETERSBURG VA 23803	849 S SYCAMORE STREET	PUBLIC		TRAVEL COSTS	160
GREENS. CNTY HEALTH DEPT EMPORIA VA 23847	140 URIAH BRANCH WAY	PUBLIC		MAMMOGRAPHY PROJECT	2,405
SVCC NURSING PROGRAM EMPORIA VA 23847	1300 GREENSVILLE CNTY CIR	PUBLIC		TESTING SOFTWARE	19,970
6TH CSU FAMILY VIOLENCE HOPEWELL VA 23860	100 E. BROADWAY, STE G05	PUBLIC		COMMUNITY SERVICES	16,079
YMCA - EMPORIA EMPORIA VA 23847	212 WEAVER AVENUE	PUBLIC		RENT SUPPORT	66,667
YMCA - EMPORIA EMPORIA VA 23847	212 WEAVER AVENUE	PUBLIC		NP CONSTRUCTION LOAN	127,708
BOYS & GIRLS CLUB - EMPORIA EMPORIA VA 23847	105 SCHOOL STREET	PUBLIC		PROGRAM SUPPORT	8,878
CENTRAL VOLUNTEER RESCUE GASBURG VA 23857	5736 GASBURG ROAD	PUBLIC		AMBULANCE	25,000
CYC LIMITED EMPORIA VA 23847	800 HALIFAX STREET	PUBLIC		POOL OPERATIONS	8,500
TOTAL					<u>326,098</u>

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Statement 23 - Form 990-PF, Part XV, Line 3b - Grants and Contributions Approved for Future Pmt

Name		Address		Relationship	Status	Purpose	Amount
Address							
GREENS. CNTY HEALTH DEPT EMPORIA VA 23847		140 URIAH BRANCH WAY PUBLIC				MAMMOGRAPHY PROJECT	9,595
6TH CSU FAMILY VIOLENCE HOPEWELL VA 23860		100 E. BROADWAY, STE G05 PUBLIC				COMMUNITY SERVICES	13,921
YMCA - EMPORIA EMPORIA VA 23847		212 WEAVER AVENUE PUBLIC				RENT SUPPORT	33,333
JACKSON-FIELD HOMES JARRATT VA 23867		546 WALNUT GROVE DRIVE PUBLIC				AED	1,324
BRUNSWICK VOL RESCUE SQ. LAWRENCEVILLE VA 23868		1458 LAWRENCEVILLE PLANK PUBLIC				CPR MANAKINS	6,761
BOYS & GIRLS CLUB - EMPORIA EMPORIA VA 23847		105 SCHOOL STREET PUBLIC				PROGRAM SUPPORT	15,123
LAWRENCEVILLE VOLUNTEER FIRE DPT. LAWRENCEVILLE VA 23868		400 N MAIN STREET PUBLIC				VEHICLE	34,500
TOTAL							114,557