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## Return of Private Foundation

OMB No 1545-0052

Form 990-PF

Department of the Treasury  
Internal Revenue Service

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

Do not enter Social Security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation <b>REGAL FOUNDATION</b>		A Employer identification number <b>13-4249812</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>7132 REGAL LANE</b>	Room/suite	B Telephone number <b>(865) 925-9785</b>
City or town, state or province, country, and ZIP or foreign postal code <b>KNOXVILLE, TN 37918</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 7,572,980.</b> (Part I, column (d) must be on cash basis.)	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)
Revenue	1 Contributions, gifts, grants, etc., received	5,799,982.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	9,115.	9,115.		STATEMENT 1
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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					
12 Total. Add lines 1 through 11	5,809,097.	9,115.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	11,760.	18.		11,742.
	c Other professional fees				
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	236,568.	372.		236,196.
	24 Total operating and administrative expenses. Add lines 13 through 23	248,328.	390.		247,938.
	25 Contributions, gifts, grants paid	7,147,222.			3,720,978.
26 Total expenses and disbursements. Add lines 24 and 25	7,395,550.	390.		3,968,916.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-1,586,453.				
b Net investment income (if negative, enter -0-)		8,725.			
c Adjusted net income (if negative, enter -0-)			N/A		

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LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2013)

**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
<b>Assets</b>	1 Cash - non-interest-bearing	2,443,892.	2,820,654.	2,820,654.
	2 Savings and temporary cash investments	1,729,961.	1,232,714.	1,232,714.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ 335,292.			
	Less: allowance for doubtful accounts ▶	98,238.	335,292.	335,292.
	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			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ <b>STATEMENT 4</b> )	3,177,958.	3,184,320.	3,184,320.	
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item 1)	7,450,049.	7,572,980.	7,572,980.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable	4,224,809.	5,934,193.	
	22 Other liabilities (describe ▶ )			
23 <b>Total liabilities</b> (add lines 17 through 22)	4,224,809.	5,934,193.		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted	3,225,240.	1,638,787.	
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	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 <b>Total net assets or fund balances</b>	3,225,240.	1,638,787.		
31 <b>Total liabilities and net assets/fund balances</b>	7,450,049.	7,572,980.		

**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	3,225,240.
2 Enter amount from Part I, line 27a	2	-1,586,453.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,638,787.
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	1,638,787.

**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				
b		NONE		
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			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2
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

**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.)

N/A

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))
2012			
2011			
2010			
2009			
2008			

2 Total of line 1, column (d)	2
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
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4
5 Multiply line 4 by line 3	5
6 Enter 1% of net investment income (1% of Part I, line 27b)	6
7 Add lines 5 and 6	7
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

**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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	1	175.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	2	0.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).	3	175.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
3	Add lines 1 and 2	5	175.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	6a	943.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	6b	
6	Credits/Payments:	6c	
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6d	
b	Exempt foreign organizations - tax withheld at source	7	943.
c	Tax paid with application for extension of time to file (Form 8868)	8	
d	Backup withholding erroneously withheld	9	
7	Total credits and payments. Add lines 6a through 6d	10	768.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	11	0.
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>		
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>		
11	Enter the amount of line 10 to be: <b>Credited to 2014 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for 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
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		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?		
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?		
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) <input type="checkbox"/> SEE STATEMENT 5		
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 2013 or the taxable year beginning in 2013 (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

N/A

**Part VII-A Statements Regarding Activities** (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► PHYLLIS RILEY Located at ► 7132 REGAL LANE, KNOXVILLE, TN Telephone no. ► (865) 925-9785 ZIP+4 ► 37918			
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 2013, 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	
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 2013?		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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2013 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 2013.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2013?		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

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?

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

6b

X

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 6		0.	0.	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
NONE				

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

0





**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	0.
b Average of monthly cash balances	1b	7,016,513.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	7,016,513.
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	7,016,513.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	105,248.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,911,265.
6 Minimum investment return. Enter 5% of line 5	6	345,563.

**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	345,563.
2a Tax on investment income for 2013 from Part VI, line 5	2a	175.
b Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	175.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	345,388.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	345,388.
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	345,388.

**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	3,968,916.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,968,916.
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	3,968,916.

**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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				345,388.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	3,009,669.			
b From 2009	3,833,964.			
c From 2010	2,471,150.			
d From 2011	3,032,598.			
e From 2012	3,198,966.			
f Total of lines 3a through e	15,546,347.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$	3,968,916.			
a Applied to 2012, 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 2013 distributable amount				345,388.
e Remaining amount distributed out of corpus	3,623,528.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	19,169,875.			
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 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				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 2008 not applied on line 5 or line 7	3,009,669.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	16,160,206.			
10 Analysis of line 9:				
a Excess from 2009	3,833,964.			
b Excess from 2010	2,471,150.			
c Excess from 2011	3,032,598.			
d Excess from 2012	3,198,966.			
e Excess from 2013	3,623,528.			



**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
<b>a</b> Paid during the year				
SEE ATTACHMENT 1				3,720,978.
<b>Total</b>			▶ <b>3a</b>	3,720,978.
<b>b</b> Approved for future payment				
SEE ATTACHMENT 2				3,426,244.
<b>Total</b>			▶ <b>3b</b>	3,426,244.

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	9,115.		
4 Dividends and interest from securities						
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory						
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		9,115.		0.
13 Total. Add line 12, columns (b), (d), and (e)						9,115.

## **Part XV-B Relationship of Activities to the Accomplishment of Exempt Purposes**

[illegible]



**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and  
its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No 1545-0047

**2013**

Name of the organization

REGAL FOUNDATION

Employer identification number

13-4249812

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)**

Name of organization	Employer identification number
REGAL FOUNDATION	13-4249812

**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	REGAL ENTERTAINMENT GROUP 7132 REGAL LANE KNOXVILLE, TN 37918	\$ 5,797,886.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)



Employer identification number

13-4249812

## Part II

[illegible]

Name of organization

Employer identification number

**REGAL FOUNDATION****13-4249812****Part III**

*Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$ \_\_\_\_\_

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME	9,115.	9,115.	
TOTAL TO PART I, LINE 3	9,115.	9,115.	

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	11,760.	18.		11,742.
TO FORM 990-PF, PG 1, LN 16B	11,760.	18.		11,742.

FORM 990-PF OTHER EXPENSES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANKING FEES	6,936.	11.		6,925.
FUNDRAISING AWARDS	99,900.	157.		99,743.
PRINTING SUPPLIES	129,321.	203.		129,118.
ADMINISTRATIVE EXPENSES	411.	1.		410.
TO FORM 990-PF, PG 1, LN 23	236,568.	372.		236,196.

FORM 990-PF OTHER ASSETS STATEMENT 4

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ASSETS LIMITED AS TO USE	3,177,958.	3,184,320.	3,184,320.
TO FORM 990-PF, PART II, LINE 15	3,177,958.	3,184,320.	3,184,320.

FORM 990-PF	LIST OF STATES RECEIVING COPY OF RETURN	STATEMENT	5
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## STATES

AK, AL, AR, CA, CT, FL, IL, KS, KY, LA, MA, MD, ME, MI, MN, MS, NC, NH, NJ, NY, OK, OR, PA, SC, TN  
VA, WA, WV

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	6
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
AMY E. MILES 7132 REGAL LANE KNOXVILLE, TN 37918	PRESIDENT 1.00	0.	0.	0.
KEN THEWES 7132 REGAL LANE KNOXVILLE, TN 37918	SECRETARY 1.00	0.	0.	0.
GREGORY W. DUNN 7132 REGAL LANE KNOXVILLE, TN 37918	DIRECTOR 1.00	0.	0.	0.
RAYMOND L. SMITH, JR 7132 REGAL LANE KNOXVILLE, TN 37918	DIRECTOR 1.00	0.	0.	0.
MICHAEL L. CAMPBELL 7132 REGAL LANE KNOXVILLE, TN 37918	DIRECTOR 1.00	0.	0.	0.
DAVID OWENBY 7132 REGAL LANE KNOXVILLE, TN 37918	DIRECTOR 1.00	0.	0.	0.
NEAL D. PINSKER 7132 REGAL LANE KNOXVILLE, TN 37918	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 7

---

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

---

REGAL ENTERTAINMENT GROUP  
7132 REGAL LANE  
KNOXVILLE, TN 37918

TELEPHONE NUMBER	NAME OF GRANT PROGRAM
(865) 922-1123	ALL PROGRAMS

---

FORM AND CONTENT OF APPLICATIONS

---

## THE FOLLOWING DOCUMENTS MUST BE MAILED:

1. REGAL FOUNDATION ORIGINAL APPLICATION AND GRANT AGREEMENT
2. A VALID, CURRENT COPY OF THE IRS FEDERAL-EXEMPT LETTER SHOWING THE ORGANIZATION IS CLASSIFIED AS A 501(C)(3) ORGANIZATION.
3. A COPY OF THE MOST RECENT AUDIT OR ACCOUNTING REPORT WITH A MANAGEMENT LETTER.

---

ANY SUBMISSION DEADLINES

---

120 DAYS PRIOR TO THE EVENT/NEED

---

RESTRICTIONS AND LIMITATIONS ON AWARDS

---

IN ORDER TO BE ELIGIBLE, AN ORGANIZATION MUST:

1. BE EXEMPT FROM TAXATION UNDER SECTION 501(C)(3) OF THE UNITED STATES INTERNAL REVENUE CODE, AND/OR
2. AGREE TO USE THE GRANT ONLY FOR PURPOSES THAT ARE CHARITABLE OR EDUCATIONAL WITHIN THE MEANING OF SECTION 501(C)(3) OF THE UNITED STATES INTERNAL REVENUE CODE.

REGAL FOUNDATION DOES NOT ACCEPT GRANTS TO/FOR:

1. ORGANIZATIONS THAT ARE NOT TAX-EXEMPT
  2. INDIVIDUALS REQUESTING ASSISTANCE
-

FORM 990-PF.

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A - 2D (CONTINUATION)

STATEMENT 8

NAME OR DESCRIPTION OF GRANT PROGRAM

ALL PROGRAMS

RESTRICTIONS AND LIMITATIONS ON AWARDS

3. ORGANIZATIONS REQUESTING FUNDS FOR USE OUTSIDE OF REGAL COMMUNITIES
4. POLITICAL CAUSES
5. AGENCIES THAT DISCRIMINATE BASED ON RACE, COLOR, CREED, SEXUAL  
ORIENTATION OR NATIONALITY
6. TRAVEL FUNDS FOR TOURS OR TRIPS
7. SOLE SUPPORT OF OPERATING OR ADVERTISING EXPENSES

Page 1

Regal Foundation (EIN 13-4249812)  
12/31/2013

**Page 2**



## Regal Foundation (EIN 13-4249812)

	Total				\$1780,976.46
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Form 990-PF, Page 11, Part XV  
 Grants and Contributions Approved for Future Payment  
 Organization Name:  
 Year End Date:

Regal Foundation  
 12/31/2013

Name	Address	City/State/Zip	Foundation Name	Purpose of Payment	Amount Approved for Future Payment
Albuquerque Public Schools Foundation	6400 Uptown Blvd NE Suite 810E Albuquerque, NM 87110	N/A	Public	2013 Grand Opening Charities	37,970.00
Aliso-St. Jude Children's Research Hospital	Aliso Vieja, CA 92606	N/A	Public	2013 Grand Opening Charities	6,952.00
ALBAC/RS, Jude Research Hospital	501 St. Jude Place Memphis, TN 38105	N/A	Public	2013 Thanks and Giving Campaign	350,000.00
Alzheimer's Tennessee	5601 Kingston Pike/Alt. Jericoe West-Whitehead Knoxville, TN 37919	N/A	Public	Grants - 12/02/13	2,000.00
American National Red Cross	17th and D Streets NW Washington, DC 20006	N/A	Public	2013 Grand Opening Charities	2,650.00
Big Brothers Big Sisters of East TN	118 W Summit Hill Dr., Knoxville, TN 37902	N/A	Public	Regal Cares - 12/02/13	2,500.00
Born and Gita Club	220 Canfield St. Suite 318 Knoxville, TN 37921	N/A	Public	General Donation	40,000.00
Can Do Canines	9440 Science Center Dr. New Hope, MN 55428	N/A	Public	Grants - 12/02/13	7,500.00
Carson Newman College Scholarship	P.O. Box 557 Jefferson City, TN 37760	N/A	Public	Capital Campaign	100,000.00
Casa Children's Intervention Services Inc.	9384 Forestwood Ln. Ste Chalmers VA 20110-4748	N/A	Public	2013 Grand Opening Charities	23,919.00
Casa de Sara	2618 Maple Hollow Ln Knoxville, TN 37931	N/A	Public	Regal Cares - 12/02/13	2,000.00
Catholic Charities	3009 Lake Brook Blvd Knoxville, TN 37909	N/A	Public	December board approved	100,000.00
Carroll Pelly Center	241 E. Woodland Ave Knoxville, TN 37917	N/A	Public	2013 Year 1 UP	1,000.00
Clayton Bradley	425 Alcoa Trail, Maryville, TN 37804	N/A	Public	Capital Campaign	250,000.00
Cleveland Kids In Need Resource Center	35 Fremont Memorial Drive Pomona, NY 10970	N/A	Public	2013 Grand Opening Charities	7,488.00
Committee to Promote Volunteerism in Rockland County Emancip	3725 Alameda PK/Cal Spring, NY 41078	N/A	Public	2013 Grand Opening Charities	28,330.00
Disabled American Veterans Charitable Service Trust	826 Market St. Knoxville, TN 37902	N/A	Public	Regal Cares - 12/02/13	3,000.00
East Tennessee Children's Hospital	P.O. Box 16010 Knoxville, TN 37901	N/A	Public	2013 Stating Party	1,250.00
Educational Dance Institute New Mexico Inc.	P.O. Box 21888 Santa Fe, NM 87502	N/A	Public	Regal Cares - 12/02/13	2,000.00
Emerald Youth Foundation	1718 N Central Street Knoxville, TN 37934	N/A	Public	Regal Cares - 12/02/13	2,300.00
Ferragut Education Foundation	P.O. Box 22603 Knoxville, TN 37933	N/A	Public	Regal Cares - 2013	2,500.00
FC Alliance	7828 Tazewell Pike, Carytown, TN 37721	N/A	Public	Grants - 12/02/13	2,500.00
Gibbs High School	P.O. Box 51689 Knoxville, TN 37950	N/A	Public	July board approved	25,230.00
Great Smoky Mountain Council - Boy Scouts	131 Cherokee Heights Drive, Maryville, TN 37801	N/A	Public	Capital Campaign	250,000.00
Harmony Family Center	P.O. Box 11069 Knoxville, TN 37818	N/A	Public	Grants - 12/02/13	5,000.00
Historic Tennessee Theatre	7808 Congress St New Port Richey, FL 34853	N/A	Public	December board approved	15,000.00
JK Cancer Fund	1840 Robinson Road Knoxville, TN 37923	N/A	Public	Capital Campaign	75,000.00
Joni and Friends	1050 Worlda Fair Park Drive CO Susan Hyde/Knoxville, TN 37918	N/A	Public	December board approved	5,978.00
Knoxville Museum of Art	510 South Willow Street Chattanooga, TN 37404	N/A	Public	2013 Grand Opening Charities	10,000.00
Madame Wicks of East Tennessee	121 W. Nyack Rd. New York, NY 10954	N/A	Public	Grants - 12/02/13	4,179.00
Made on Wheels	826 Galcher Road/Alton Lindley Stevens/Kingsport, TN 37763	N/A	Public	2013 Grand Opening Charities	10,000.00
Michael Dunn Center	P.O. Box 7446 Middletown, NJ 08057	N/A	Public	2013 One Night Only Sponsorship	10,000.00
NeorKids	P.O. Box 51150 Los Angeles, CA 90051	N/A	Public	Grants - 12/02/13	13,950.00
NIPTF	880 Rancheros Dr. San Marcos, CA 92069	N/A	Public	2013 Grand Opening Charities	25,983.00
North County's Food Bank	P.O. Box 847 Santa Maria, CA 93456	N/A	Public	SOH Donation	10,000.00
Northern Santa Barbara County United Way Inc	600 Boylston Street #9900960 Boston, MA 02199	N/A	Public	Regal Cares - 12/02/13	37,002.00
One Fund Boston, Inc.	625 Market St. Knoxville, TN 37902	N/A	Public	2013 Grand Opening Charities	5,108.00
Pat Summit Foundation	419 South McChalland St. Santa Maria, CA 93454	N/A	Public	December board approved	23,212.00
People for Lelauna and Youth	261 Mountainview Avenue Nyack, NY 10960	N/A	Public	2013 Grand Opening Charities	10,000.00
People to People	Attn: Tim Young 339 2nd Street Box 188 Brooklyn, NY 11215	N/A	Public	Grants - 12/02/13	22,556.00
Puppy Arts	5840 Office Bld NE Albuquerque, NM 87109	N/A	Public	Capital Campaign	50,000.00
Rockwater Food Bank Inc	1011 Yale Blvd NE Albuquerque, NM 87108	N/A	Public	Regal Cares - 12/02/13	2,000.00
Ronald McDonald House Charities of New Mexico	11800 Hwy 11E/Land City, TN 37772	N/A	Public	2013 Grand Opening Charities	37,002.00
Shangri-La Therapeutic Academy of Riding (STAR)	309 N. Vine Street Santa Maria, CA 93454	N/A	Public	December board approved	15,000.00
Social Advocates for Youth - Santa Maria, Inc.	1810 Howard Rd., Knoxville, TN 37918	N/A	Public	2013 Grand Opening Charities	35,919.00
St. Joseph School	800 Oakland Dr., Knoxville, TN 37902	N/A	Public	Grants - 12/02/13	10,000.00
Starch Elementary	11 Market Street Suite 1CC Camden, NJ 08102	N/A	Public	Capital Campaign	50,000.00
Symphony in C	1819 E Broadway Ave, Maryville, TN 37804	N/A	Public	2013 Grand Opening Charities	4,222.00
The Hearing and Speech Foundation	1301 Hannan Avenue Knoxville, TN 37950-2814	N/A	Public	July board approved	10,000.00
United Way	1331 Euclid Ave/Cleveland, OH 44115-1619	N/A	Public	2013 Can Wars	827.82
United Way of Greater Cleveland	CO Athletics 468 Haskin Business Building 1000 Volunteer Blvd/Knoxville, TN 37998	N/A	Public	2013 Awards Dinner	7,498.00
UT Foundation	1009 Mirrose Avenue Office Of Development & Alumni Affairs/Knoxville, TN 37998	N/A	Public	Capital Campaign	500,000.00
UT Regal Scholarship(Extension)	P.O. Box 328/Knoxville, TN 37901	N/A	Public	Grants - 12/02/13	3,500.00
Volunteer Ministry Center	Attn: Don Reeves/5500 East Yale Avenue Ste. 101/Denver, CO 80222	N/A	Public	December board approved	15,000.00
Whiz Kids	3201 Union St NW, Knoxville, TN 37919	N/A	Public	Regal Cares - 2013	500.00
Young Williams Animal Shelter					

Form 990-PF, Page 11, Part XV  
 Grants and Contributions Approved for Future Payment  
 Organization Name:  
 Year End Date:

Regal Foundation  
 12/31/2013

Organization Name	Address	Donee Relationship	Foundation Status	Purposes of Grant	Amount Approved for Future Payment
Youth For Tomorrow New Life Center Inc.	11635 Haze Circle Driveston, VA 20136	N/A	Public	2013 Grand Opening Charities	21,008.00
<b>Totals</b>					<b>3,428,243.92</b>

Discount on long-term contributions approved for future payment (81,717.00)  
 Total 990-PF, Part XV, Box B 3,428,243.92

# Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

► Information about Form 8868 and its instructions is at [www.irs.gov/form8868](http://www.irs.gov/form8868).

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

*Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868*

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

## Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns*

Type or print	Name of exempt organization or other filer, see instructions.	Enter filer's identifying number
	REGAL FOUNDATION	Employer identification number (EIN) or 13-4249812
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
File by the due date for filing your return. See instructions.	7132 REGAL LANE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	KNOXVILLE, TN 37918	

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

PHYLLIS RILEY

• The books are in the care of ► 7132 REGAL LANE - KNOXVILLE, TN 37918

Telephone No ► (865) 925-9787

Fax No ►

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ☒ calendar year **2013** or
- ☐ tax year beginning , and ending

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

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	175.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	943.
c <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

**Caution.** If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.