Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: THE CEMALA FOUNDATION, INC.

A Employer identification number: 56-1528982

Number and street (or P O box number if mail is not delivered to street address): 330 SOUTH GREENE STREET, SUITE 101 | Room/suite

B Telephone number: 336-274-3541

City or town, state or province, country, and ZIP or foreign postal code: GREENSBORO, NC 27401

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: [X] 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) ▶$ 37,220,393.

J Accounting method: [ ] Cash [X] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

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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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	587,980.	728,681.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,233,090.			
	b Gross sales price for all assets on line 6a 16,712,121.				
	7 Capital gain net income (from Part IV, line 2)		1,233,090.		
	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		9,111.		STATEMENT 2
	12 Total. Add lines 1 through 11	1,821,070.	1,970,882.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	231,487.	0.		231,487.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	57,228.	0.		57,228.
	16a Legal fees				
	b Accounting fees STMT 3	16,800.	0.		16,800.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 4	11,012.	6,318.		0.
	19 Depreciation and depletion	1,614.	0.		
	20 Occupancy	27,633.	0.		27,633.
	21 Travel, conferences, and meetings	22,809.	0.		22,809.
	22 Printing and publications				
	23 Other expenses STMT 5	193,331.	245,689.		16,581.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	561,914.	252,007.		372,538.
	25 Contributions, gifts, grants paid	6,396,393.			1,523,200.
	26 **Total expenses and disbursements.** Add lines 24 and 25	6,958,307.	252,007.		1,895,738.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-5,137,237.			
	b **Net investment income** (if negative, enter -0-)		1,718,875.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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323501 10-10-13 LHA **For Paperwork Reduction Act Notice, see instructions.**

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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	11,800.	37,197.	37,197.
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ 9,550. Less: allowance for doubtful accounts ▶	10,000.	9,550.	9,550.
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	6,791.	13,695.	13,695.
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 6	35,291,785.	37,157,509.	37,157,509.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶ 52,431. Less accumulated depreciation ▶ 49,989.	393.	2,442.	2,442.
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	35,320,769.	37,220,393.	37,220,393.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable	2,322,000.	7,143,750.	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	2,322,000.	7,143,750.	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	32,998,769.	30,076,643.	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances	32,998,769.	30,076,643.	
	31	Total liabilities and net assets/fund balances	35,320,769.	37,220,393.	

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	32,998,769.
2	Enter amount from Part I, line 27a	2	-5,137,237.
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN ON INVESTMENTS	3	2,215,111.
4	Add lines 1, 2, and 3	4	30,076,643.
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	30,076,643.

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	SEE ATTACHED STATEMENT			
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	16,712,121.		15,479,031.	1,233,090.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				1,233,090.

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** 1,233,090.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 **3** N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	1,887,839.	34,190,531.	.055215
2011	2,776,573.	35,046,774.	.079225
2010	2,868,346.	34,011,138.	.084335
2009	2,449,515.	31,203,945.	.078500
2008	2,550,984.	40,658,055.	.062742

2	**Total** of line 1, column (d)	2	.360017
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	.072003
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	35,702,675.
5	Multiply line 4 by line 3	5	2,570,700.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	17,189.
7	Add lines 5 and 6	7	2,587,889.
8	Enter qualifying distributions from Part XII, line 4	8	1,895,738.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see 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	34,378.
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	34,378.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	34,378.
6 Credits/Payments: * INCLUDES SECTION 643(G) PAYMENT	3,000.		
a 2013 estimated tax payments and 2012 overpayment credited to 2013 * (6a)	11,000.		
b Exempt foreign organizations - tax withheld at source (6b)			
c Tax paid with application for extension of time to file (Form 8868) (6c)	3,000.		
d Backup withholding erroneously withheld (6d)			
7 Total credits and payments. Add lines 6a through 6d		7	14,000.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached		8	47.
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	20,425.
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 2014 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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NC			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
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?	13	X	

Website address ▶ WWW.CEMALA.ORG

14 The books are in care of ▶ MELISSA BURROUGHS Telephone no. ▶ 336-274-3541

Located at ▶ 330 SOUTH GREENE ST., STE 101, GREENSBORO, NC ZIP+4 ▶ 27401

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

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______ , ______ , ______ , ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______ , ______ , ______ , ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		231,487.	12,989.	28,173.

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 VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	36,181,014.
b	Average of monthly cash balances	1b	47,702.
c	Fair market value of all other assets	1c	17,655.
d	**Total** (add lines 1a, b, and c)	1d	36,246,371.
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	36,246,371.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	543,696.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	35,702,675.
6	**Minimum investment return.** Enter 5% of line 5	6	1,785,134.

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	1,785,134.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 34,378.		
b	Income tax for 2013. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	34,378.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,750,756.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,750,756.
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	1,750,756.

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	1,895,738.
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	1,895,738.
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	1,895,738.

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				1,750,756.
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 — 525,855.				
b From 2009 — 899,248.				
c From 2010 — 1,195,859.				
d From 2011 — 1,037,078.				
e From 2012 — 204,170.				
f **Total** of lines 3a through e	3,862,210.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 1,895,738.				
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				1,750,756.
e Remaining amount distributed out of corpus	144,982.			
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	4,007,192.			
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	525,855.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	3,481,337.			
10 Analysis of line 9:				
a Excess from 2009 — 899,248.				
b Excess from 2010 — 1,195,859.				
c Excess from 2011 — 1,037,078.				
d Excess from 2012 — 204,170.				
e Excess from 2013 — 144,982.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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.

NONE

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 address of the person to whom applications should be addressed:

SEE STATEMENT 8

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED STATEMENT				1,523,200.
Total			▶ **3a**	1,523,200.
b *Approved for future payment*				
SEE ATTACHED STATEMENT				7,143,750.
Total			▶ **3b**	7,143,750.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	587,980.	
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	523000	-3,321.	14	3,321.	
8 Gain or (loss) from sales of assets other than inventory	523000	681.	18	1,232,409.	
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)		-2,640.		1,823,710.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 1,821,070.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee: [signature] Date: 9/26/14 Title: Assistant Treasurer

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
RONALD R. KUYATH	RONALD R. KUYATH	09/23/14		P00004660

Firm's name ▶ BERNARD ROBINSON & COMPANY, LLP Firm's EIN ▶ 56-0571159

Firm's address ▶ PO BOX 19608 GREENSBORO, NC 27419-9608 Phone no. 336-294-4494

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES	P		
b	PUBLICLY TRADED SECURITIES	P		
c	SEI GLOBAL PRIVATE EQUITY 2005 FUND K-1	P		
d	SEI GLOBAL PRIVATE EQUITY 2005 FUND K-1	P		
e	SEI GLOBAL PRIVATE EQUITY FUND II K-1	P		
f	SEI GLOBAL PRIVATE EQUITY FUND II K-1	P		
g	COMMONFUND DISTRESSED DEBT K-1	P		
h	COMMONFUND DISTRESSED DEBT K-1	P		
i	MIT PRIVATE EQUITY FUND II K-1	P		
j	MIT PRIVATE EQUITY FUND II K-1	P		
k	SEI CORE PROPERTY FUND	P		
l	CAPITAL GAINS DIVIDENDS			
m				
n				
o				

	(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	2,869,649.		2,884,875.	-15,226.
b	12,884,307.		12,594,156.	290,151.
c	1,998.			1,998.
d	121,572.			121,572.
e	217.			217.
f	10,679.			10,679.
g	408.			408.
h	-6,303.			-6,303.
i	63.			63.
j	238,852.			238,852.
k	5,583.			5,583.
l	585,096.			585,096.
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				-15,226.
b				290,151.
c				1,998.
d				121,572.
e				217.
f				10,679.
g				408.
h				-6,303.
i				63.
j				238,852.
k				5,583.
l				585,096.
m				
n				
o				

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	1,233,090.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND & INTEREST INCOME	1,173,076.	585,096.	587,980.	728,681.	
TO PART I, LINE 4	1,173,076.	585,096.	587,980.	728,681.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	0.	9,111.	
TOTAL TO FORM 990-PF, PART I, LINE 11	0.	9,111.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	16,800.	0.		16,800.
TO FORM 990-PF, PG 1, LN 16B	16,800.	0.		16,800.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES	11,012.	6,318.		0.
TO FORM 990-PF, PG 1, LN 18	11,012.	6,318.		0.

FORM 990-PF — OTHER EXPENSES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSES	6,165.	0.		6,165.
DUES & SUBSCRIPTIONS	2,338.	0.		2,338.
REPAIRS & MAINTENANCE	1,977.	0.		1,977.
INSURANCE	2,613.	0.		2,613.
INVESTMENT MANAGEMENT FEES	176,750.	245,689.		0.
BANK CHARGES	225.	0.		225.
OTHER MISCELLANEOUS	3,263.	0.		3,263.
TO FORM 990-PF, PG 1, LN 23	193,331.	245,689.		16,581.

FORM 990-PF — CORPORATE STOCK — STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MIT PRIVATE EQUITY	725,589.	725,589.
SEI INVESTMENTS	32,543,565.	32,543,565.
COMMONFUND DISTRESSED DEBT	1.	1.
UNREALIZED GAIN/LOSS ON INVESTMENTS	3,888,354.	3,888,354.
TOTAL TO FORM 990-PF, PART II, LINE 10B	37,157,509.	37,157,509.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 7

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
KATHERINE K. RICHMOND 330 SOUTH GREENE STREET, SUITE 101 GREENSBORO, NC 27401	CHAIRPERSON/DIRECTOR 4.00	0.	0.	0.
MERRITT C. RICHMOND 330 SOUTH GREENE STREET, SUITE 101 GREENSBORO, NC 27401	VICE CHAIRPERSON/DIRECTOR 4.00	0.	0.	0.
ASHLEY E. CONE 330 SOUTH GREENE STREET, SUITE 101 GREENSBORO, NC 27401	SECRETARY/DIRECTOR 2.00	0.	0.	0.
LAURENCE M. CONE 330 SOUTH GREENE STREET, SUITE 101 GREENSBORO, NC 27401	TREASURER/DIRECTOR 2.00	0.	0.	0.
WALTER CONE 330 SOUTH GREENE STREET, SUITE 101 GREENSBORO, NC 27401	PAST CHAIRPERSON/DIRECTOR 2.00	0.	0.	0.
MARTHA C. WRIGHT 330 SOUTH GREENE STREET, SUITE 101 GREENSBORO, NC 27401	LIFETIME MEMBER 2.00	0.	0.	0.
CHESTER H. BROWN, JR 330 SOUTH GREENE STREET, SUITE 101 GREENSBORO, NC 27401	DIRECTOR 2.00	0.	0.	0.
CEASAR CONE, III 330 SOUTH GREENE STREET, SUITE 101 GREENSBORO, NC 27401	DIRECTOR 2.00	0.	0.	0.
KRISTEN G. CONE 330 SOUTH GREENE STREET, SUITE 101 GREENSBORO, NC 27401	DIRECTOR 2.00	0.	0.	0.
DANIEL CRAFT 330 SOUTH GREENE STREET, SUITE 101 GREENSBORO, NC 27401	DIRECTOR 2.00	0.	0.	0.
JOHN A. RICHMOND 330 SOUTH GREENE STREET, SUITE 101 GREENSBORO, NC 27401	DIRECTOR 2.00	0.	0.	0.

MATTHEW D. RICHMOND 330 SOUTH GREENE STREET, SUITE 101 GREENSBORO, NC 27401	DIRECTOR 2.00	0.	0.	0.
BILL ROGERS 330 SOUTH GREENE STREET, SUITE 101 GREENSBORO, NC 27401	DIRECTOR 2.00	0.	0.	0.
SUSAN SCHWARTZ 330 SOUTH GREENE STREET, SUITE 101 GREENSBORO, NC 27401	EXECUTIVE DIRECTOR 45.00	143,915.	8,076.	2,659.
BETTY T. DAY 330 SOUTH GREENE STREET, SUITE 101 GREENSBORO, NC 27401	OUTGOING ASST SECRETARY/TREASURER 40.00	75,072.	4,212.	12,757.
MELISSA BURROUGHS 330 SOUTH GREENE STREET, SUITE 101 GREENSBORO, NC 27401	INCOMING ASST SECRETARY/TREASURER 40.00	12,500.	701.	12,757.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		231,487.	12,989.	28,173.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION PART XV, LINES 2A THROUGH 2D STATEMENT 8

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

SUSAN S. SCHWARTZ
330 SOUTH GREENE STREET, SUITE 101
GREENSBORO, NC 27401

TELEPHONE NUMBER

336-274-3541

FORM AND CONTENT OF APPLICATIONS

SEE ATTACHED APPLICATION AND RELATED DATA. PERMISSION GRANTED TO REPRODUCE APPLICATION.

ANY SUBMISSION DEADLINES

APPLICATIONS SHOULD BE RECEIVED BY 3/1 AND 9/1 FOR CONSIDERATION AT THE REGULAR BOARD MEETINGS.

RESTRICTIONS AND LIMITATIONS ON AWARDS

CURRENTLY LIMITED TO GUILFORD COUNTY OR FOR STATEWIDE (NC) PROJECTS.

THE
Cemala
FOUNDATION

330 S. Greene Street Suite 101 • Greensboro, North Carolina 27401 (336) 274-3541 • Fax (336) 272-8153 • e-mail cemala@cemala.org

GRANT APPLICATION

General Information

Name of organization: ______________________
(Exactly as it appears on your federal tax-exempt certification under Section 501(c)(3) of the IRS Code)

Mailing address: ______________________

City: ______________________ State: __________ ZIP: __________

Telephone: ______________________ Fax: __________

Contact person for application: ______________________ Title: __________

Contact's phone: __________ Fax: __________ Email: __________

Date of 501(c) (3) determination: ______________________

Website Address (if available): ______________________

Grant Request

Indicate type of grant request

_____New program _____Expansion of existing program _____Capital improvements

_____General operating support _____ Operating support for emergency _____Other

Title of project (not required for general operating support): ______________________

Amount of request to Cemala: $ ______________________

Total project cost (not required for general operating support) $ ______________________

Summary description: Explain how the grant funds will be used, what will be accomplished, who will benefit and what will change in the community if this request is funded.

Describe collaborative efforts-formal or informal-you have established or plan to establish with organizations working on similar issues or providing similar services (how do you coordinate with or complement one another)?

List primary funding sources with amounts for this project:

Committed NAME	AMOUNT	Pending (give determination date) NAME	AMOUNT

Future funding plans: If this request is for project funding, and if project is to be continued, how will it be funded in the future? If this request is for operating support, how will operating support be funded in the future?

Brief description of your organization's history, mission and primary activities. If this grant request if for a start-up, explain the need for these new services and whether or not they are provided elsewhere in the community.

Financial Resources

Organization's net assets: $ ____________________ as of last fiscal year end (date) ____________

Revenues and expenditures for last fiscal year end: Income $ ____________ Expenditures $ ____________

Current fiscal year budget: Income $ ____________ Expenditures $ ____________

Sources of funding: ____ % Membership ____ % United Way ____ % Annual campaign, events, etc.

____ % Fees ____ % Government ____ % Other

Human Resources

Number of members of governing board ____________________

Number of paid staff: full-time ____________ part-time ____________

Signature of Chief Executive Officer or Chairman of the Board   Title   Date

Name (please print)   Title   Date

2013 Supplemental Statements
The Cemala Foundation, Inc
56-1528982

STATEMENT: Part XV-1

LINE 3b - GRANTS APPROVED FOR FUTURE PAYMENT

RECIPIENT	RELATIONSHIP	STATUS	PURPOSE		
Action Greensboro	None	Public	Operations	$	250,000
Action Greensboro Business for Exc. in Educ.	None	Public	Operations	$	50,000
Action Greensboro Downtown Greenway	None	Public	Operations	$	10,000
Bell House	None	Public	Operations	$	40,000
City of Greensboro - Coliseum	None	Public	Operations	$	25,000
Downtown Greensboro Foundation	None	Public	Operations	$	10,000
Downtown University Center	None	Public	Operations	$	1,500,000
Greensboro Chamber of Commerce Foundation	None	Public	Operations	$	100,000
Greensboro Performing Arts	None	Public	Operations	$	2,000,000
GTCC Foundation	None	Public	Operations	$	881,250
Guilford County Schools	None	Public	Operations	$	152,500
Irving Park Elementary School -	None	Public	Operations	$	10,000
Salvation Army Capital Campaign	None	Public	Operations	$	750,000
Teach for America	None	Public	Operations	$	100,000
Temple Emanuel	None	Public	Operations	$	2,500
UNCG - Star Program	None	Public	Operations	$	50,000
United Way of Greater Greensboro	None	Public	Operations	$	75,000
Untied Way of Greater Greensboro - Ready for School	None	Public	Operations	$	187,500
YMCA of Greensboro	None	Public	Operations	$	950,000
TOTAL AMOUNT				$	7,143,750

2013 Supplemental Statements
The Cemala Foundation, Inc.
56-1528982

STATEMENT. Part XV-1

LINE 3b - GRANTS AND CONTRIBUTIONS PAID

RECIPIENT	RELATIONSHIP	STATUS	PURPOSE		AMOUNT
Action Greensboro	NONE	PUBLIC	OPERATIONS	$	75,000
Action Greensboro Business for Exc In Educ.	NONE	PUBLIC	OPERATIONS	$	25,000
Bell House	NONE	PUBLIC	OPERATIONS	$	20,000
Bicycling In Greensboro	NONE	PUBLIC	OPERATIONS	$	2,000
Black Child Development	NONE	PUBLIC	OPERATIONS	$	15,000
Carolina Theatre	NONE	PUBLIC	OPERATIONS	$	25,000
CFGG - Building Stronger Neighborhoods	NONE	PUBLIC	OPERATIONS	$	15,000
CFGG - Guilford Nonprofit Consortium	NONE	PUBLIC	OPERATIONS	$	10,000
CFGG - Guilford Non-Profit Consortium	NONE	PUBLIC	OPERATIONS	$	20,000
CFGG - IMPACT	NONE	PUBLIC	OPERATIONS	$	15,000
Community Foundation - GPAC	NONE	PUBLIC	OPERATIONS	$	25,000
Community Theatre Of Greensboro	NONE	PUBLIC	OPERATIONS	$	50,000
Eastern Music Festival	NONE	PUBLIC	OPERATIONS	$	10,000
Gateway University Research Park	NONE	PUBLIC	OPERATIONS	$	5,000
Green Hill Center for NC Art	NONE	PUBLIC	OPERATIONS	$	25,000
Greensboro Chamber of Commerce Foundation	NONE	PUBLIC	OPERATIONS	$	35,000
Greensboro Children's Museum	NONE	PUBLIC	OPERATIONS	$	25,000
Greensboro Day School	NONE	PUBLIC	OPERATIONS	$	2,500
Greensboro Montessori School	NONE	PUBLIC	OPERATIONS	$	2,500
Greensboro Opera Company	NONE	PUBLIC	OPERATIONS	$	10,000
Greensboro Partnership - Entrepreneurship	NONE	PUBLIC	OPERATIONS	$	100,000
Greensboro Symphony Orchestra	NONE	PUBLIC	OPERATIONS	$	10,000
Greensboro Urban Ministry	NONE	PUBLIC	OPERATIONS	$	20,000
GTCC Foundation	NONE	PUBLIC	OPERATIONS	$	51,250
Guilford County Schools	NONE	PUBLIC	OPERATIONS	$	101,950
Guilford Education Alliance	NONE	PUBLIC	OPERATIONS	$	20,000
Kids Voting	NONE	PUBLIC	OPERATIONS	$	5,000
Natural Science Center	NONE	PUBLIC	OPERATIONS	$	50,000
NC Dance Alliance	NONE	PUBLIC	OPERATIONS	$	500
NC Partnership for Children	NONE	PUBLIC	OPERATIONS	$	5,000
Parents as Teachers Guilford	NONE	PUBLIC	OPERATIONS	$	15,000
Partners Ending Homelessness	NONE	PUBLIC	OPERATIONS	$	10,000
Prevent Blindness NC	NONE	PUBLIC	OPERATIONS	$	10,000
Prevent Child Abuse North Carolina	NONE	PUBLIC	OPERATIONS	$	1,000
Reach Out First	NONE	PUBLIC	OPERATIONS	$	10,000
Reading Connections, Inc.	NONE	PUBLIC	OPERATIONS	$	15,000
Ronald McDonald House, Chapel Hill	NONE	PUBLIC	OPERATIONS	$	1,000
Room at the Inn of the Triad, Inc	NONE	PUBLIC	OPERATIONS	$	20,000
Salvation Army Capital Campaign	NONE	PUBLIC	OPERATIONS	$	75,000
Touring Theatre	NONE	PUBLIC	OPERATIONS	$	8,500
Triad Adult & Pediatric Medicine	NONE	PUBLIC	OPERATIONS	$	35,000
Triad Stage	NONE	PUBLIC	OPERATIONS	$	10,000
UNCG - Star Program	NONE	PUBLIC	OPERATIONS	$	65,000
UNCG - Court Teams Project	NONE	PUBLIC	OPERATIONS	$	75,000
UNCG Center for Youth, Family	NONE	PUBLIC	OPERATIONS	$	55,000
United Arts Council of Greensboro	NONE	PUBLIC	OPERATIONS	$	67,000
United Way of Greater Greensboro	NONE	PUBLIC	OPERATIONS	$	75,000
United Way of Greater Greensboro - Ready for School	NONE	PUBLIC	OPERATIONS	$	125,000
YMCA of Greensboro	NONE	PUBLIC	OPERATIONS	$	50,000
Youth Villages	NONE	PUBLIC	OPERATIONS	$	25,000

TOTAL AMOUNT $1,523,200 00

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions. THE CEMALA FOUNDATION, INC.	Employer identification number (EIN) or 56-1528982
	Number, street, and room or suite no. If a P.O. box, see instructions. 330 SOUTH GREENE STREET, SUITE 101	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions GREENSBORO, NC 27401	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ MELISSA BURROUGHS 330 SOUTH GREENE ST., STE 101 - GREENSBORO, NC 27401
  Telephone No. ▶ 336-274-3541 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.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2014.

5 For calendar year 2013 , or other tax year beginning ______ , and ending ______.

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS REQUESTED TO GATHER INFORMATION TO PREPARE A COMPLETE AND ACCURATE RETURN.

8a 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.	8a	$	14,000.
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 and any amount paid previously with Form 8868.	8b	$	14,000.
c **Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ Date ▶

323842
12-31-13