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Return of Private Foundation

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

OMB No 1545-0052

Form **990-PF****2013**Department of the Treasury
Internal Revenue Service

► 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.

Open to Public Inspection

For calendar year 2013 or tax year beginning 04/01/13, and ending 03/31/14

Name of foundation WOMACK FOUNDATION		A Employer identification number 54-6053255
Number and street (or P O box number if mail is not delivered to street address) 419 Maple Lane	Room/suite	B Telephone number (see instructions) 434-250-0974
City or town, state or province, country, and ZIP or foreign postal code DANVILLE VA 24541		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 5,510,774	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions)					
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	23	23		
	4 Dividends and interest from securities	107,594	107,594		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	290,273			
	b Gross sales price for all assets on line 6a	437,042			
	7 Capital gain net income (from Part IV, line 2)		290,273		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) Stmt 1	1,300				
12 Total. Add lines 1 through 11	399,190	397,890	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) Stmt 2	300	300		
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) Stmt 3	5,590			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att sch) Stmt 4	23,877	23,877		
	24 Total operating and administrative expenses. Add lines 13 through 23	29,767	24,177	0	0
	25 Contributions, gifts, grants paid	357,077			357,077
26 Total expenses and disbursements. Add lines 24 and 25	386,844	24,177	0	357,077	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	12,346				
b Net investment income (if negative, enter -0-)		373,713			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2013)

DAA

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SCANNED JUN 20 2014

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash – non-interest-bearing		1,656	1,318	1,318
	2	Savings and temporary cash investments		220,634	52,635	52,635
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶	0			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments – U S and state government obligations (attach schedule)				
	b	Investments – corporate stock (attach schedule) See Stmt 5		1,833,725	2,014,408	3,883,158
	c	Investments – corporate bonds (attach schedule) See Stmt 6		1,571,975	1,571,975	1,573,663
	11	Investments – land, buildings, and equipment basis ▶				
		Less accumulated depreciation (attach sch) ▶				
	12	Investments – mortgage loans				
	13	Investments – other (attach schedule)				
	14	Land, buildings, and equipment basis ▶				
		Less accumulated depreciation (attach sch) ▶				
	15	Other assets (describe ▶)	)			
	16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)		3,627,990	3,640,336	5,510,774
Liabilities	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 (attach schedule)				
	22	Other liabilities (describe ▶)	)			
	23	Total liabilities (add lines 17 through 22)		0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐				
	24	Unrestricted				
	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		3,627,990	3,640,336	
	30	Total net assets or fund balances (see instructions)		3,627,990	3,640,336	
	31	Total liabilities and net assets/fund balances (see instructions)		3,627,990	3,640,336	

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	3,627,990
2	Enter amount from Part I, line 27a	2	12,346
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,640,336
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	3,640,336

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 See Worksheet				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0- or Losses (from col. (h))	
a				
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	290,273
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	429,984	4,779,952	0.089956
2011	319,410	4,707,314	0.067854
2010	251,290	4,526,577	0.055514
2009	194,620	4,273,775	0.045538
2008	94,734	4,433,553	0.021368
2 Total of line 1, column (d)			2 0.280230
3 Average distribution ratio for the 5-year base period – divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.056046
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 5,110,943
5 Multiply line 4 by line 3			5 286,448
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,737
7 Add lines 5 and 6			7 290,185
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.			8 357,077

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

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-)

3
Add lines 1 and 2

4
Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5
Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6
Credits/Payments

6a
2013 estimated tax payments and 2012 overpayment credited to 2013

6b
Exempt foreign organizations – tax withheld at source

6c
Tax paid with application for extension of time to file (Form 8868)

6d
Backup withholding erroneously withheld

7
Total credits and payments. Add lines 6a through 6d

8
Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached

9
Tax due. If the total of lines 5 and 8 is more than line 7, enter **amount owed**

10
Overpayment. If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**

11
Enter the amount of line 10 to be **Credited to 2014 estimated tax**

Refunded

1
3,737

2
0

3
3,737

4
0

5
3,737

6

6a
3,100

7
3,100

8

9
637

10

11

Part VII-A
Statements Regarding Activities

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?

b
Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

c
Did the foundation file **Form 1120-POL** for this year?

d
Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year.
(1) On the foundation **\$** (2) On foundation managers **\$**

e
Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers **\$**

2
Has the foundation engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities

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

4a
Did the foundation have unrelated business gross income of \$1,000 or more during the year?

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

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

8a
Enter the states to which the foundation reports or with which it is registered (see instructions)

VA

b
If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

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

10
Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

Yes
No

1a
X

1b
X

1c
X

2
X

3
X

4a
X

4b
X

5
X

6
X

7
X

8b
X

9
X

10
X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	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 ► Charles A. Womack, Jr. 419 Maple Lane Located at ► Danville	Telephone no ► 434-250-0974 VA ZIP+4 ► 24541		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 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?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes	☒ No
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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?	1b	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))	1c	
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 ► 20 , 20 , 20 , 20	☐ Yes	☒ No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20	2b	
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	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b	
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?	4a	X
	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)? (see instructions)	☐ Yes	☒ No	
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No	
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A ☐		5b
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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	N/A ☐ Yes ☐ No		
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 (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 7				
2 Compensation of five highest-paid employees (other than those included on line 1 – see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000				0

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

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

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

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

	Expenses
1 Danville Public Schools - Various Programs for youth	
	54,400
2 Averett University - Student Loan Program	
	50,000
3 Danville Community College - Student Loan Program	
	50,000
4 Boys & Girls Club of Danville - Membership scholarships	
	17,000

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	5,087,024
b	Average of monthly cash balances	1b	101,751
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	5,188,775
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	5,188,775
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	77,832
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,110,943
6	Minimum investment return. Enter 5% of line 5	6	255,547

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	255,547
2a	Tax on investment income for 2013 from Part VI, line 5	2a	3,737	
b	Income tax for 2013 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b	2c	3,737	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	251,810	
4	Recoveries of amounts treated as qualifying distributions	4		
5	Add lines 3 and 4	5	251,810	
6	Deduction from distributable amount (see instructions)	6		
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	251,810	

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	357,077
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	357,077
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	3,737
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	353,340

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				251,810
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				26,297
d From 2011				84,734
e From 2012				194,013
f Total of lines 3a through e	305,044			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 357,077				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2013 distributable amount				251,810
e Remaining amount distributed out of corpus	105,267			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	410,311			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount – see instructions				
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) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	410,311			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				26,297
c Excess from 2011				84,734
d Excess from 2012				194,013
e Excess from 2013				105,267

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

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

Part XV Supplementary Information (Complete this part only if the 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

James Daniel 434-792-3911

P. O. Box 720 Danville VA 24543

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

See Attached Form - Statement 10

c Any submission deadlines

None

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

See Statement 8

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Statement 9				357,077
Total			▶ 3a	357,077
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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) Related or exempt function income (See instructions)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue				
a	Student Loan Repayments			1,300
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	23	
4 Dividends and interest from securities		14	107,594	
5 Net rental income or (loss) from real estate				
a	Debt-financed property			
b	Not debt-financed property			
6 Net rental income or (loss) from personal property				
7 Other investment income				
8 Gain or (loss) from sales of assets other than inventory		18	290,273	
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	397,890	1,300
13 Total. Add line 12, columns (b), (d), and (e)		13		399,190

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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		

[illegible]

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.

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

Signature of officer or trustee

Date _____

Title

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed

Paid
Preparer
Use Only

Pamela H. Boor

Carmela H Booy CPA

5-15-14

Firm's name ▶ **Boor, Howard & Company, CPAs**

PTIN P00743574

Firm's address ▶ 568 West Main Street
Danville, VA 24541

Firm's EIN ▶ 54-0994610

Phone no **434-792-3936**

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2013**

For calendar year 2013, or tax year beginning

04/01/13, and ending **03/31/14**

Name

Employer Identification Number

WOMACK FOUNDATION**54-6053255**

(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.)
(1) 50 shs Apple, Inc.	P	08/10/06	09/24/13
(2) 250 shs Borg Warner, Inc.	P	11/11/08	09/24/13
(3) 250 shs Celgene Corp	P	05/15/09	09/24/13
(4) 1000 shs Potash	P	10/17/11	09/04/13
(5) 250 shs Tractor Supply	P	08/22/06	09/24/13
(6) 100 shs Apple Inc.	P	08/10/06	12/17/13
(7) 300 shs Borg Warner, Inc.	P	11/11/08	12/17/13
(8) 150 shs Celgene Corp	P	05/15/09	12/17/13
(9) 500 shs Gilead Sciences	P	06/04/10	12/17/13
(10) 100 shs Precision Castparts	P	05/31/06	12/17/13
(11) 430 shs Celgene Corp	P	05/15/09	01/16/14
(12) 750 shs Gilead Sciences	P	06/04/10	01/16/14
(13) Capital Gain Distr - Matthews Asian	P		12/31/13
(14) Litigation Settlement - Finova Grp	P		02/27/14
(15)			

(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)
(1) 24,585		3,239	21,346
(2) 25,470		4,362	21,108
(3) 36,391		10,102	26,289
(4) 29,945		48,970	-19,025
(5) 32,522		17,243	15,279
(6) 55,673		6,478	49,195
(7) 16,566		5,235	11,331
(8) 24,138		6,061	18,077
(9) 34,930		8,772	26,158
(10) 25,863		5,775	20,088
(11) 71,695		17,375	54,320
(12) 58,382		13,157	45,225
(13) 577			577
(14) 305			305
(15)			

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))
(1)			21,346
(2)			21,108
(3)			26,289
(4)			-19,025
(5)			15,279
(6)			49,195
(7)			11,331
(8)			18,077
(9)			26,158
(10)			20,088
(11)			54,320
(12)			45,225
(13)			577
(14)			305
(15)			

Federal Statements

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

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
Student Loan Repayments	\$ 1,300	\$	\$
Total	\$ 1,300	\$ 0	\$ 0

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Indirect Accounting Fees	\$ 300	\$ 300	\$	\$
Total	\$ 300	\$ 300	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Federal income tax for FY 3/31/1	\$ 2,490	\$	\$	\$
Federal income tax for FY 3/31/1	3,100			
Total	\$ 5,590	\$ 0	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses	\$	\$	\$	\$
Investment Fees	23,837	23,837		
Advertising Expense	40	40		
Total	\$ 23,877	\$ 23,877	\$ 0	\$ 0

Federal Statements**Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Various Stocks	\$ 1,833,725	\$ 2,014,408		\$ 3,883,158
Total	\$ 1,833,725	\$ 2,014,408		\$ 3,883,158

Statement 6 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Various Corporate Notes/Bonds	\$ 1,571,975	\$ 1,571,975		\$ 1,573,663
Total	\$ 1,571,975	\$ 1,571,975		\$ 1,573,663

Statement 7 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
Pamela Boor 568 West Main Street DANVILLE VA 24541	Trustee	3.00	0	0	0
Rev. Lawrence G. Campbell, Sr. 128 Larchmont Way DANVILLE VA 24541	Trustee	3.00	0	0	0
James A. L. Daniel P. O. Box 720 DANVILLE VA 24543	Chairmn/Ttee	3.00	0	0	0
R. Timothy Davis P. O. Box 111 Chatham VA 24531	Trustee	3.00	0	0	0
Deborah Fitzgerald P. O. Box 3300	Trustee	3.00	0	0	0

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54-6053255

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Federal Statements

Statement 7 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees,
Etc. (continued)

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
DANVILLE VA 24543					
Mark Gignac P. O. Box 751 DANVILLE VA 24543	Treas/Ttee	3.00	0	0	0
John B. Gilstrap 227 Mowbray Arch DANVILLE VA 24541	Trustee	3.00	0	0	0
Shannon Hair 1008 South Main Street DANVILLE VA 24541	Trustee	3.00	0	0	0
Jonathan N. Hollie 225 Carson Jones Road DANVILLE VA 24540	Trustee	3.00	0	0	0
Alonzo Jones P. O. Box 343 DANVILLE VA 24543	Trustee	3.00	0	0	0
Lauren Mathena P. O. Box 4018 DANVILLE VA 24540	Trustee	3.00	0	0	0
Amanda Oakes 117 Kinzer Avenue DANVILLE VA 24540	Trustee	3.00	0	0	0
Kelvin Perry P. O. Box 6400 DANVILLE VA 24543	Trustee	3.00	0	0	0
Richard L. Turner	Trustee	3.00	0	0	0

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Federal Statements**Statement 7 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees,
Etc. (continued)**

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
105 Abercrombie Place DANVILLE VA 24541					
Bobbie Raye Womack 419 Maple Lane DANVILLE VA 24541	Secr/Ttee	3.00	0	0	0
Charles A. Womack, Jr. 419 Maple Lane DANVILLE VA 24541	VChrmn/Ttee	3.00	0	0	0
Charles A. Womack, III 5586 Anson Road Greensboro NC 27407	Trustee	3.00	0	0	0
Patrick Womack 170 West Margaret Lane Hillsboro NC 27278	Trustee	3.00	0	0	0

Federal Statements**Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000**

Name of Manager	Amount
None	\$
Total	\$ 0

Form 990-PF, Part XV, Line 1b - Managers Who Own 10% or More Stock

Name of Manager	Amount
None	\$
Total	\$ 0

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description
See Attached Form

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description
None

Statement 8 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description
Limited primarily to charitable organizations in City of Danville, Pittsylvania County and Caswell County. Contributions are sometimes made to charities in nearby counties.

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54-6053255

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Federal Statements

Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

Name		Address		Relationship	Status	Purpose	Amount
Averett University		420 Main Street			University	Scholarships, Student Loans, Program	50,000
Danville VA 24541	None	308 Craghead St, Suite 10			Non-Profit	Programs	16,250
Big Brothers, Big Sisters of Danvil	None	2131 Valley View Blvd, NW			Non-Profit	Programs	3,405
Danville VA 24541	None	123 Foster Street			Non-Profit	Programs	17,000
Boy Scouts of America	None	P. O. Box 2669			Non-Profit	Programs	6,500
Roanoke VA 24012	None	1038 Main Street			Non-Profit	Programs	5,000
Boys & Girls Club of Danville	None	P. O. Box 293			Non-Profit	Programs	6,800
Danville VA 24541	None	P. O. Box 1080			Non-Profit	Programs	2,000
Cardinal Village Tenants Assoc	None	245 Hairston Street			Non-Profit	Programs	9,840
Danville VA 24541	None	Non-Profit			Non-Profit	Programs	4,000
Caswell County Parish	None	P. O. Box 3581			Non-Profit	Programs	5,000
Yanceyville NC 27379	None	P. O. Box 2584			Non-Profit	Programs	2,800
Community Blessing Center	None	810 Main Street			Non-Profit	Programs	3,000
Milton NC 27305	None	W. Main Baptist Church			Non-Profit	Programs	6,250
Community Improvement Council	None	975 Main Street			Non-Profit	Programs	6,100
Danville VA 24543	None	P. O. Box 3300			Non-Profit	Programs	54,400
Danville Pitts County Commun Svcs	None	P. O. Box 9600			Municipality	Programs	9,000
Danville VA 24540	None	135 Jones Crossing			Non-Profit	Programs	
Danville Area Assoc for Arts/Human	None	Non-Profit					
Danville VA 24543	None						
Danville Concert Association	None						
Danville VA 24541	None						
Danville Family YMCA	None						
Danville VA 24541	None						
Danville Literacy Council	None						
Danville VA 24541	None						
Danville Museum of Fine Arts	None						
Danville VA 24541	None						
Danville Parks & Rec	None						
Danville VA 24543	None						
Danville Public Schools	None						
Danville VA 24543	None						
Danville Redevelopment/Housing	None						
Danville VA 24541	None						

Federal Statements

**Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name		Address			Purpose	Amount
Address		Relationship	Status			
Danville Science Center Danville VA 24541	None	677 Craghead Street	Municipality	Programs		3,000
Danville Social Svcs/Child Welfare Danville VA 24543	None	P. O. Box 3300	Municipality	Programs		10,000
Danville Symphony Orchestra Danville VA 24540	None	P. O. Box 4291	Non-Profit	Programs		7,500
DCC Educational Foundation Danville VA 24541	None	1008 South Main Street	Non-Profit	Programs		50,000
ENH Community Development Danville VA 24540	None	321 Airport Drive	Non-Profit	Programs		13,000
Family Svcs of Caswell Cnty Yanceyville NC 27379	None	P. O. Box 98	Non-Profit	Programs		3,700
First Baptist Church of Gretna Gretna VA 24557	None	P. O. Box 773	Church	Programs		2,000
First Tee of Danville Danville VA 24541	None	135 Jones Crossing	Non-Profit	Programs		4,500
Friends of Pittsylv Cnty Public Libr Chatham VA 24531	None	P. O. Box 89	Non-Profit	Programs		2,100
George Washington High School Danville VA 24541	None	701 Broad Street	School	Programs		1,500
Girls Scouts of VA Roanoke VA 24019	None	3663 Peters Creek Road,NW	Non-Profit	Programs		5,000
God's Storehouse Danville VA 24541	None	P. O. Box 2600	Non-Profit	Programs		10,000
Gretna Little Theatre Gretna VA 24557	None	228 Zion Road	Non-Profit	Programs		7,000
Kids & Pros Buford GA 30515	None	P. O. Box 2093	Non-Profit	Programs		5,000
Mt. Airy Elementary School Gretna VA 24557	None	100 Mt. Airy Circle	School	Programs		3,000
Northern Pittsylv County Food Ctr Gretna VA 24557	None	P. O. Box 125	Non-Profit	Programs		2,500
People to People Student Seattle WA 98124	None	Ambassador Program	Non-Profit	Programs		500

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Federal Statements

Statement 9 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name		Address		Relationship	Status	Purpose	Amount
Address							
Piedmont Professional Baseball Danville VA 24540	None	2361 Afton Road	Non-Profit			Programs	1,500
Pittsylvania County Literacy Prgrm Chatham VA 24531	None	P. O. Box 1093	Non-Profit			Programs	1,850
Pleasant View Resident Assoc Danville VA 24541	None	135 Jones Crossing	Non-Profit			Programs	3,250
Rainbow Education Center Yanceyville NC 27379	None	573 Firetower Road	Non-Profit			Programs	1,600
Salvation Army of Danville Danville VA 24540	None	123 Henry Street	Non-Profit			Programs	7,232
Virginia Tech Foundation, Inc. Chatham VA 24531	None	19783 U.S. Highway 29S	Non-Profit			Programs	4,000
Total							357,077

Statement 10 - Form 990PF, Part XV, Line 2b
(p. 1 of 3)

WOMACK FOUNDATION
P. O. Box 720
Danville, Virginia 24543
(434) 792-3911 X215

APPLICATION FOR GRANT

1. Name, address and telephone number of requesting organization and name, address and telephone number (if different) of contact person together with tax ID number.

How you wish Foundation check to be written:

2. Purpose of organization:
3. Type of organization:
 - a. If a 501(c)(3) organization, please attach most recent IRS opinion letter certifying qualification with your current Federal ID number.
 - b. If not a 501(c)(3) organization or governmental agency or subdivision, please attach copies of:
 - i. Enabling or organizational documents;
 - ii. Mission statement;
 - iii. Organizational budget for prior two years;
 - iv. Names and addresses of current Board members; and
 - v. Names, addresses and job duties of paid staff members during the previous two years.
4. Amount requested by your organization:
5. Outline the activity/project for which you seek this Grant, providing:
 - a. The objective of the activity/project;
 - b. The location of the activity/project; and
 - c. Time or times during which the activity/project will be undertaken.

6. Identify (by age, address, socioeconomic background, etc.) the audience, persons, or groups at which the activity/project is aimed or provided:
7. Please state why this activity/project is needed in this area:
8. Is this activity/project offered by any other group or organization in this area? If so, please state why your activity/project is needed or the way or ways in which your activity/project will be different or serve different persons.
9. Please list the efforts you have made to obtain other funding for this activity/project, giving the names and addresses of each entity you have solicited, the amount sought, and the response to each such solicitation.
10. What is the total projected expense of the activity/project? If your grant request is for less than the total amount of the projected cost of the activity/project, please state in detail the source(s) of all of the funds necessary to undertake the project.
11. If in-kind support is to be provided for this activity/project, please state:
 - A. The type of such support;
 - B. The name and address of each person or entity providing such support; and
 - C. Estimate of the approximate value of such support.

12. Outline the methods by which you propose to evaluate the activity/project:
13. Please attach copies of any other information that will assist the Foundation in determining the need and/or feasibility of the activity/project such as information on the community or persons to be served and/or endorsing letters from participating organizations or groups.

The mission of the Womack Foundation is to provide funding for the planning, implementation, and/or development of programs which enhance and improve the educational and recreational opportunities for area youth and projects not normally covered by other people and agencies.

Submitted by: _____ Date: _____

Full name and address of requesting organization: