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Form **990**Department of the Treasury
Internal Revenue Service**Return of Organization Exempt From Income Tax**
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

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

▶ Information about Form 990 and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2013Open to Public
Inspection**A** For the 2013 calendar year, or tax year beginning **JUL 1, 2013** and ending **JUN 30, 2014**

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization THE NORTH CAROLINA BAR ASSN FOUNDATION, INC.		D Employer identification number 56-0767805
	Doing Business As		E Telephone number (919) 677-0561
	Number and street (or P.O. box if mail is not delivered to street address)	Room/suite	G Gross receipts \$ 7,202,826.
	8000 WESTON PARKWAY		H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	City or town, state or province, country, and ZIP or foreign postal code CARY, NC 27513		H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list (see instructions)
F Name and address of principal officer: Allan B. Head Address same as above			H(c) Group exemption number ▶
I Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c)() (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527			
J Website: ▶ www.ncbar.org/foundation/index.aspx			
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶			L Year of formation: 1960 M State of legal domicile: NC

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: EDUCATIONAL, LITERARY, SCIENTIFIC AND CHARITABLE WORK FOR THE FOLLOWING: 1) TO FOSTER AND		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	32
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	32
	5 Total number of individuals employed in calendar year 2013 (Part V, line 2a)	5	35
	6 Total number of volunteers (estimate if necessary)	6	2200
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	-88,511.
b Net unrelated business taxable income from Form 990-T, line 34	7b	-55,497.	
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	9 Program service revenue (Part VIII, line 2g)	412,737.	597,647.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	4,271,683.	4,096,407.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	1,290,778.	632,908.
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	47,657.	-45,220.
	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	6,022,855.	5,281,742.
	14 Benefits paid to or for members (Part IX, column (A), line 4)	332,539.	267,748.
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	0.	0.
	16a Professional fundraising fees (Part IX, column (A), line 11e)	1,661,235.	1,594,891.
	b Total fundraising expenses (Part IX, column (D), line 25) ▶ 29,920.	27,554.	0.
Expenses	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	3,086,606.	3,101,963.
	18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	5,107,934.	4,964,602.
	19 Revenue less expenses. Subtract line 18 from line 12	914,921.	317,140.
	20 Total assets (Part X, line 16)	Beginning of Current Year	End of Year
Net Assets or Fund Balances	21 Total liabilities (Part X, line 26)	20,235,086.	21,802,037.
	22 Net assets or fund balances. Subtract line 21 from line 20	2,753,656.	2,635,291.
		17,481,430.	19,166,746.

Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer	Date			
	Allan B. Head, Secretary/Treasurer	11/12/14			
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	Henry White	LLC CPA	11-7-14	<input type="checkbox"/>	P00295907
	Firm's name ▶ Stancil & Company	Firm's EIN ▶ 56-1131459			
	Firm's address ▶ 4909 Windy Hill Drive Raleigh, NC 27609	Phone no. 919-872-1260			

May the IRS discuss this return with the preparer shown above? (see instructions)

☒ Yes ☐ No

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SCANNED DEC 15 2014

THE NORTH CAROLINA BAR ASSN FOUNDATION,
INC.

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Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III

☒ X

1 Briefly describe the organization's mission:

EDUCATIONAL, LITERARY, SCIENTIFIC AND CHARITABLE WORK FOR THE FOLLOWING:

- 1) TO FOSTER AND MAINTAIN THE HONOR AND INTEGRITY OF THE LAW
- 2) TO STUDY, IMPROVE AND FACILITATE THE ADMINISTRATION OF JUSTICE

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No

If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No

If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code) (Expenses \$ 1,865,342. including grants of \$) (Revenue \$ 3,976,425.)

CONTINUING LEGAL EDUCATION:

THE FUNCTION OF THE CONTINUING LEGAL EDUCATION DEPARTMENT IS TO PROVIDE LOW COST, QUALITY LEGAL EDUCATION FOR ATTORNEYS AND PARALEGALS. DURING THE YEAR, THE DEPARTMENT PROVIDED LIVE AND VIDEO TAPED PROGRAMS TO ASSIST ATTORNEYS AND PARALEGALS WITH THEIR EDUCATIONAL NEEDS. THE DEPARTMENT ALSO PROVIDED AN INTERNET SERVICE THAT ALLOWED ATTORNEYS AND PARALEGALS THE OPPORTUNITY TO RECEIVE EDUCATIONAL PROGRAMS THROUGH VARIOUS ONLINE MEANS OF DELIVERING DISTANCE LEARNING. EDUCATIONAL MATERIALS ARE ALSO SOLD TO ATTORNEYS AND PARALEGALS. THESE MATERIALS ARE EITHER MANUSCRIPTS THAT WERE DISTRIBUTED AS PART OF THE COST OF AN EDUCATIONAL PROGRAM THAT AN ATTORNEY OR PARALEGAL COULD NOT ATTEND OR THEY ARE STAND-ALONE EDUCATIONAL BOOKS.

4b (Code) (Expenses \$ 60,951. including grants of \$) (Revenue \$)

NC LEAP:

NC LEAP (NORTH CAROLINA LAWYERS FOR ENTREPRENEURS ASSISTANCE PROGRAM) IS A PROJECT OF THE NORTH CAROLINA BAR ASSOCIATION FOUNDATION THAT PROVIDES FREE LEGAL SERVICES TO LOW-WEALTH ENTREPRENEURS WHO ARE IN THE PROCESS OF STARTING OR EXPANDING THEIR BUSINESS THROUGH: DIRECT LEGAL REPRESENTATION, SMALL BUSINESS LEGAL CLINICS AND PRODUCTION OF SELF-HELP MATERIALS. NC LEAP FILLS A CRITICAL GAP IN TECHNICAL SERVICES FOR ENTREPRENEURS ACCROSS THE STATE BY PROVIDING A FULL-RANGE OF PRO BONO BUSINESS AND TRANSACTIONAL LEGAL SERVICES. NC LEAP ATTORNEYS ARE VOLUNTEERS AND EXPERTS IN THEIR FIELDS WHO WANT TO GIVE BACK TO THEIR COMMUNITIES.

4c (Code) (Expenses \$ 267,748. including grants of \$ 267,748.) (Revenue \$)

NORTH CAROLINA BAR ASSOCIATION FOUNDATION ENDOWMENT:

THE PURPOSE OF THE NCBA FOUNDATION ENDOWMENT IS TO FUND WORTHY GRANT PROJECTS THAT SUPPORT THE ADMINISTRATION OF JUSTICE, SUCH AS THE JUDICIAL PERFORMANCE EVALUATION PROJECT; THE DELIVERY OF CIVIL LEGAL SERVICES TO THE POOR THROUGH LEGAL AID OF NORTH CAROLINA; BUILD RESPECT AND UNDERSTANDING OF THE LAW THROUGH LAW-RELATED EDUCATION IN OUR SCHOOLS SUCH AS "WE THE PEOPLE"; ENHANCE THE PROFESSIONAL COMPETENCE OF LAWYERS TO BETTER SERVE THEIR CLIENTS AND SUPPORT LEGALLY-RELATED COMMUNITY SERVICE PROJECTS SUCH AS LEGAL EMPOWERMENT FOR DOMESTIC VIOLENCE VICTIMS.

4d Other program services (Describe in Schedule O.)

(Expenses \$ 2,349,641. including grants of \$) (Revenue \$ 119,982.)

4e Total program service expenses 4,543,682.

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Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>	X	
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	X	
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>	X	
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		X
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>	X	
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i>		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		

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Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	X	
22 Did the organization report more than \$5,000 of grants or other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	X	
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	X	
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? If so, complete Schedule L, Part II		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	X	
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>	X	
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19?	X	

Note. All Form 990 filers are required to complete Schedule O

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Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V ☐

		Yes	No
1a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.	1a 37		
b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	1b 0		
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?			
2a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.	2a 35		
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).		2b X	
3a Did the organization have unrelated business gross income of \$1,000 or more during the year?		3a X	
b If "Yes," has it filed a Form 990-T for this year? If "No," to line 3b, provide an explanation in Schedule O.		3b X	
4a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?			4a X
b If "Yes," enter the name of the foreign country: See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.			
5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?			5a X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?			5b X
c If "Yes," to line 5a or 5b, did the organization file Form 8886-T?			
6a Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?			6a X
b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?			
7 Organizations that may receive deductible contributions under section 170(c).			
a Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?			7a X
b If "Yes," did the organization notify the donor of the value of the goods or services provided?			
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?			7c X
d If "Yes," indicate the number of Forms 8282 filed during the year.	7d		
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			7e X
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			7f X
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		7g N/A	
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		7h N/A	
8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?			
9 Sponsoring organizations maintaining donor advised funds.			
a Did the organization make any taxable distributions under section 4966?	N/A		
b Did the organization make a distribution to a donor, donor advisor, or related person?	N/A		
10 Section 501(c)(7) organizations. Enter:			
a Initiation fees and capital contributions included on Part VIII, line 12.	N/A		
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.			
11 Section 501(c)(12) organizations. Enter:			
a Gross income from members or shareholders.	N/A		
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them).			
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?			
b If "Yes," enter the amount of tax-exempt interest received or accrued during the year.	N/A		
13 Section 501(c)(29) qualified nonprofit health insurance issuers.			
a Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.	N/A		
b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.			
c Enter the amount of reserves on hand.			
14a Did the organization receive any payments for indoor tanning services during the tax year?			14a X
b If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.			

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Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI ☒

Section A. Governing Body and Management

	1a	1b	2	3	4	5	6	7a	7b	8a	8b	9	Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.	32													
b Enter the number of voting members included in line 1a, above, who are independent		32												
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?			2											X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?				3										X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?				4										X
5 Did the organization become aware during the year of a significant diversion of the organization's assets?				5										X
6 Did the organization have members or stockholders?				6										X
7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?				7a										X
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?				7b										X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:														
a The governing body?				8a		X								
b Each committee with authority to act on behalf of the governing body?				8b		X								
9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O				9										X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

	10a	10b	11a	12a	12b	12c	13	14	15a	15b	16a	16b	Yes	No
10a Did the organization have local chapters, branches, or affiliates?	10a													X
b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		10b												
11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?			11a											X
b Describe in Schedule O the process, if any, used by the organization to review this Form 990.														
12a Did the organization have a written conflict of interest policy? If "No," go to line 13				12a		X								
b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?				12b		X								
c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done						12c	X							
13 Did the organization have a written whistleblower policy?				13		X								
14 Did the organization have a written document retention and destruction policy?				14		X								
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?														
a The organization's CEO, Executive Director, or top management official				15a		X								
b Other officers or key employees of the organization				15b		X								
If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).														
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?				16a										X
b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?				16b										

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed **None**

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
☐ Own website ☐ Another's website ☒ Upon request ☐ Other (explain in Schedule O)

19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: **ALLAN B. HEAD - 919-677-0561**
8000 WESTON PARKWAY, CARY, NC 27513

**THE NORTH CAROLINA BAR ASSN FOUNDATION,
INC.**

Form 990 (2013)

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Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII ☐

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former** directors or trustees that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons

☐ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) ALAN W. DUNCAN PRESIDENT	1.00 20.00	X		X				0.	0.	0.
(2) CATHARINE B. ARROWOOD PRESIDENT-ELECT	1.00 10.00	X		X				0.	0.	0.
(3) R. MICHAEL WELLS, SR. IMMEDIATE PAST PRESIDENT	1.00 1.00	X		X				0.	0.	0.
(4) JUDGE WANDA B. BRYANT VICE PRESIDENT	1.00 1.00	X		X				0.	0.	0.
(5) JUDGE BRADLEY B. LETTS VICE PRESIDENT	1.00 1.00	X		X				0.	0.	0.
(6) JUDGE JAN H. SAMET VICE PRESIDENT	1.00 1.00	X		X				0.	0.	0.
(7) DEAN PHYLISS CRAIG-TAYLOR VICE PRESIDENT	1.00 1.00	X		X				0.	0.	0.
(8) WALTER W. PITT, JR. VICE PRESIDENT	1.00 1.00	X		X				0.	0.	0.
(9) WADE M. SMITH VICE PRESIDENT	1.00 1.00	X		X				0.	0.	0.
(10) CLARK C. WALTON YLD CHAIR	1.00 1.00	X		X				0.	0.	0.
(11) CHRISTOPHER L. BURTI SLD CHAIR	1.00 1.00	X		X				0.	0.	0.
(12) WILLIAM E. CANNON, JR. BOARD MEMBER	1.00 1.00	X						0.	0.	0.
(13) JACQUELINE R. CLARE BOARD MEMBER	1.00 1.00	X						0.	0.	0.
(14) DAVID D. DAGGETT BOARD MEMBER	1.00 1.00	X						0.	0.	0.
(15) KEARNS DAVIS BOARD MEMBER	1.00 1.00	X						0.	0.	0.
(16) CLAYTON D. MORGAN BOARD MEMBER	1.00 1.00	X						0.	0.	0.
(17) RAYMOND C. PIERCE BOARD MEMBER	1.00 1.00	X						0.	0.	0.

**THE NORTH CAROLINA BAR ASSN FOUNDATION,
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Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(18) JILL L. RASPET BOARD MEMBER	1.00 1.00	X						0.	0.	0.
(19) EDWARD G. CONNETTE III BOARD MEMBER	1.00 1.00	X						0.	0.	0.
(20) STUART B. DORSETT BOARD MEMBER	1.00 1.00	X						0.	0.	0.
(21) SHERRY H. EVERETT BOARD MEMBER	1.00 1.00	X						0.	0.	0.
(22) SAMUEL A. FOREHAND BOARD MEMBER	1.00 1.00	X						0.	0.	0.
(23) ROBERT H. HAGGARD BOARD MEMBER	1.00 1.00	X						0.	0.	0.
(24) NAN E. HANNAH BOARD MEMBER	1.00 1.00	X						0.	0.	0.
(25) GLENN E. KETNER, JR. BOARD MEMBER	1.00 1.00	X						0.	0.	0.
(26) RENNY W. DEESE BOARD MEMBER	1.00 1.00	X						0.	0.	0.
1b Sub-total								0.	0.	0.
c Total from continuation sheets to Part VII, Section A								217,003.	242,614.	127,034.
d Total (add lines 1b and 1c)								217,003.	242,614.	127,034.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **2**

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
NORTH CAROLINA BAR ASSOCIATION 8000 WESTON PARKWAY, CARY, NC 27513	MANAGEMENT SERVICES	425,000.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **1**

See Part VII, Section A Continuation sheets

Form 990 (2013)

THE NORTH CAROLINA BAR ASSN FOUNDATION,
INC.

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Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII ☐

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514
Contributions, Gifts, Grants and Other Similar Amounts	1 a	Federated campaigns	1a				
	b	Membership dues	1b				
	c	Fundraising events	1c				
	d	Related organizations	1d				
	e	Government grants (contributions)	1e				
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	597,647.			
	g	Noncash contributions included in lines 1a-1f \$					
	h	Total. Add lines 1a-1f		597,647.			
Program Service Revenue	2 a	Continuing Legal Education	Business Code 611710	3,976,425.	3,976,425.		
	b	Lawyer Referral Service	900099	118,262.	118,262.		
	c	Pattern Jury	900099	1,720.	1,720.		
	d						
	e						
	f	All other program service revenue					
	g	Total. Add lines 2a-2f		4,096,407.			
	Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)		264,264.		
4		Income from investment of tax-exempt bond proceeds					
5		Royalties					
6 a		Gross rents	(i) Real (ii) Personal 307,521.				
b		Less: rental expenses	352,741.				
c		Rental income or (loss)	-45,220.				
d		Net rental income or (loss)		-45,220.	-88,511.	43,291.	
7 a		Gross amount from sales of assets other than inventory	(i) Securities (ii) Other 1,936,987.				
b		Less: cost or other basis and sales expenses	1,568,343.				
c		Gain or (loss)	368,644.				
d		Net gain or (loss)		368,644.		368,644.	
8 a		Gross income from fundraising events (not including \$ of contributions reported on line 1c). See Part IV, line 18	a				
b		Less: direct expenses	b				
c		Net income or (loss) from fundraising events					
9 a		Gross income from gaming activities. See Part IV, line 19	a				
b		Less: direct expenses	b				
c		Net income or (loss) from gaming activities					
10 a		Gross sales of inventory, less returns and allowances	a				
b	Less: cost of goods sold	b					
c	Net income or (loss) from sales of inventory						
Miscellaneous Revenue			Business Code				
11 a							
b							
c							
d	All other revenue						
e	Total. Add lines 11a-11d						
12	Total revenue. See instructions.		5,281,742.	4,096,407.	-88,511.	676,199.	

**THE NORTH CAROLINA BAR ASSN FOUNDATION,
INC.**

Form 990

56-0767805

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(27) JOHN W. LASSITER BOARD MEMBER	1.00 1.00	X						0.	0.	0.
(28) DAVID F. MILLS BOARD MEMBER	1.00 1.00	X						0.	0.	0.
(29) CHRISTINE L. MYATT BOARD MEMBER	1.00 1.00	X						0.	0.	0.
(30) BONNIE J. REFINSKI-KNIGHT BOARD MEMBER	1.00 1.00	X						0.	0.	0.
(31) STUART H. RUSSELL BOARD MEMBER	1.00 1.00	X						0.	0.	0.
(32) FELICIA A. WASHINGTON BOARD MEMBER	1.00 1.00	X						0.	0.	0.
(33) ALLAN B. HEAD SECRETARY-TREASURER	17.00 33.00			X				0.	242,614.	55,382.
(34) AMY PLENT DIRECTOR OF CLE	38.00 2.00				X			113,137.	0.	38,782.
(35) TOM HULL DEVELOPMENT DIRECTOR	30.00 10.00				X			103,866.	0.	32,870.
Total to Part VII, Section A, line 1c								217,003.	242,614.	127,034.

**THE NORTH CAROLINA BAR ASSN FOUNDATION,
INC.**

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Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX

☒ X

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21	241,573.	241,573.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22	26,175.	26,175.		
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees				
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	1,179,683.	1,179,683.		
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	133,672.	133,672.		
9 Other employee benefits	195,183.	195,183.		
10 Payroll taxes	86,353.	86,353.		
11 Fees for services (non-employees):				
a Management	391,000.		391,000.	
b Legal				
c Accounting	19,000.	19,000.		
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	73,159.	73,159.		
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	14,993.	14,993.		
12 Advertising and promotion				
13 Office expenses	635,477.	620,212.		15,265.
14 Information technology	71,653.	71,653.		
15 Royalties				
16 Occupancy	257,734.	257,734.		
17 Travel	11,309.	9,069.		2,240.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	1,310,851.	1,310,658.		193.
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	156,794.	156,794.		
23 Insurance				
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a Management & General	56,281.	56,281.		
b Special Projects	20,870.	20,870.		
c Other Payroll Related E	16,095.	16,095.		
d Committees	14,511.	14,511.		
e All other expenses See Sch O	52,236.	40,014.		12,222.
25 Total functional expenses Add lines 1 through 24e	4,964,602.	4,543,682.	391,000.	29,920.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here ☐ if following SOP 98-2 (ASC 958-720)

**THE NORTH CAROLINA BAR ASSN FOUNDATION,
INC.**

Form 990 (2013)

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Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X ☐

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing	1,679,119.	1	1,408,176.
	2 Savings and temporary cash investments		2	
	3 Pledges and grants receivable, net	137,833.	3	214,606.
	4 Accounts receivable, net	57,825.	4	54,243.
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	246,311.	9	199,062.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	8,500,734.		
	b Less: accumulated depreciation	4,369,242.	10c	4,131,492.
	11 Investments - publicly traded securities		11	
	12 Investments - other securities See Part IV, line 11	13,865,610.	12	15,622,616.
	13 Investments - program-related See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets See Part IV, line 11	38,098.	15	171,842.
16 Total assets. Add lines 1 through 15 (must equal line 34)	20,235,086.	16	21,802,037.	
Liabilities	17 Accounts payable and accrued expenses	575,056.	17	527,498.
	18 Grants payable		18	
	19 Deferred revenue	234,658.	19	293,329.
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties	1,854,950.	23	1,801,007.
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	88,992.	25	13,457.
	26 Total liabilities. Add lines 17 through 25	2,753,656.	26	2,635,291.
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	8,234,212.	27	8,700,074.
	28 Temporarily restricted net assets	3,000,076.	28	3,978,462.
	29 Permanently restricted net assets	6,247,142.	29	6,488,210.
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
	33 Total net assets or fund balances	17,481,430.	33	19,166,746.
	34 Total liabilities and net assets/fund balances	20,235,086.	34	21,802,037.

Form **990** (2013)

**THE NORTH CAROLINA BAR ASSN FOUNDATION,
INC.**

Form 990 (2013)

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Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI ☒

1	Total revenue (must equal Part VIII, column (A), line 12)	1	5,281,742.
2	Total expenses (must equal Part IX, column (A), line 25)	2	4,964,602.
3	Revenue less expenses Subtract line 2 from line 1	3	317,140.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	17,481,430.
5	Net unrealized gains (losses) on investments	5	1,332,260.
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	35,916.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	19,166,746.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII ☒

		Yes	No
1	Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	2a	X
b	Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both. <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	2b	X
c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	2c	X
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a	X
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	3b	

Form **990** (2013)

Department of the Treasury
Internal Revenue Service

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ.

► Information about Schedule A (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2013

Open to Public Inspection

Employer identification number
56-0767805

Part I	Reason for Public Charity Status (All organizations must complete this part.) See instructions
---------------	---

The organization is not a private foundation because it is. (For lines 1 through 11, check only one box.)

- 1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**

2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)

3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**

4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state _____

5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)

6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**

7 ☐ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

9 ☒ An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)

10 ☐ An organization organized and operated exclusively to test for public safety See **section 509(a)(4).**

11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.

a ☐ Type I b ☐ Type II c ☐ Type III - Functionally integrated d ☐ Type III - Non-functionally integrated

e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)

f ☐ If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box _____

g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization? _____

(ii) A family member of a person described in (i) above? _____

(iii) A 35% controlled entity of a person described in (i) or (ii) above? _____

h Provide the following information about the supported organization(s)

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

[illegible]

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule A (Form 990 or 990-EZ) 2013

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") ...						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 Total support. Add lines 7 through 10						
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ► <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2013 (line 6, column (f) divided by line 11, column (f))	14	%
15 Public support percentage from 2012 Schedule A, Part II, line 14	15	%
16a 33 1/3% support test - 2013. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
b 33 1/3% support test - 2012. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
17a 10% -facts-and-circumstances test - 2013. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
b 10% -facts-and-circumstances test - 2012. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ► <input type="checkbox"/>		

Schedule A (Form 990 or 990-EZ) 2013

THE NORTH CAROLINA BAR ASSN FOUNDATION,

Schedule A (Form 990 or 990-EZ) 2013 **INC.**

56-0767805 Page 3

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")	3,750,736.	3,683,125.	3,496,094.	3,354,593.	3,407,483.	17,692,031.
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose	1,318,988.	1,330,638.	1,225,290.	1,329,828.	1,286,571.	6,491,315.
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5	5,069,724.	5,013,763.	4,721,384.	4,684,421.	4,694,054.	24,183,346.
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						0.
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						0.
c Add lines 7a and 7b						0.
8 Public support. (Subtract line 7c from line 6.)						24,183,346.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
9 Amounts from line 6	5,069,724.	5,013,763.	4,721,384.	4,684,421.	4,694,054.	24,183,346.
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	469,853.	476,347.	466,705.	484,744.	473,705.	2,371,354.
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b	469,853.	476,347.	466,705.	484,744.	473,705.	2,371,354.
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)	5,539,577.	5,490,110.	5,188,089.	5,169,165.	5,167,759.	26,554,700.

14 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ☐**Section C. Computation of Public Support Percentage**

15 Public support percentage for 2013 (line 8, column (f) divided by line 13, column (f))	15	91.07 %
16 Public support percentage from 2012 Schedule A, Part III, line 15	16	90.83 %

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2013 (line 10c, column (f) divided by line 13, column (f))	17	8.93 %
18 Investment income percentage from 2012 Schedule A, Part III, line 17	18	9.17 %

19a **33 1/3% support tests - 2013.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ☒b **33 1/3% support tests - 2012.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ☐20 **Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ☐

THE NORTH CAROLINA BAR ASSN FOUNDATION,

Schedule A (Form 990 or 990-EZ) 2013 INC.

56-0767805 Page 4

Part IV **Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12
Also complete this part for any additional information. (See instructions).

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990.

OMB No. 1545-0047

2013

Open to Public
Inspection

▶ Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990.

Name of the organization **THE NORTH CAROLINA BAR ASSN FOUNDATION, INC.**

Employer identification number
56-0767805

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?		<input type="checkbox"/> Yes <input type="checkbox"/> No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).

<input type="checkbox"/> Preservation of land for public use (e.g., recreation or education)	<input type="checkbox"/> Preservation of an historically important land area
<input type="checkbox"/> Protection of natural habitat	<input type="checkbox"/> Preservation of a certified historic structure
<input type="checkbox"/> Preservation of open space	

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶

4 Number of states where property subject to conservation easement is located ▶

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1 ▶ \$

(ii) Assets included in Form 990, Part X ▶ \$

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenues included in Form 990, Part VIII, line 1 ▶ \$

b Assets included in Form 990, Part X ▶ \$

2013 04030 THE NORTH CAROLINA BAR ASSN 23692 1

**THE NORTH CAROLINA BAR ASSN FOUNDATION,
INC.**

Schedule D (Form 990) 2013

56-0767805 Page **3**

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation. Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A) LEGG MASON INVESTMENTS	14,467,384.	End-of-Year Market Value
(B) WELLS FARGO BOND FUNDS	1,155,232.	End-of-Year Market Value
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.)	15,622,616.	

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation. Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.)		

Part IX Other Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15)	

Part X Other Liabilities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) Due to Affiliate	946.
(3) Funds Held - Pattern Jury	
(4) Instruction	12,511.
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.)	13,457.

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII ☒

Schedule D (Form 990) 2013

THE NORTH CAROLINA BAR ASSN FOUNDATION,
INC.

Schedule D (Form 990) 2013

56-0767805 Page 4

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements	1	6,966,743.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	1,332,260.
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d	2e	1,332,260.
3	Subtract line 2e from line 1	3	5,634,483.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	-352,741.
c	Add lines 4a and 4b	4c	-352,741.
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	5,281,742.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements	1	5,317,343.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII.)	2d	352,741.
e	Add lines 2a through 2d	2e	352,741.
3	Subtract line 2e from line 1	3	4,964,602.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	0.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	4,964,602.

Part XIII Supplemental Information.

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b, and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

Part V, line 4:

Explanation: THE ENDOWMENT CONSISTS OF APPROXIMATELY 107 INDIVIDUAL JUSTICE FUNDS ESTABLISHED FOR THE SUPPORT OF DESERVING LEGALLY-RELATED SERVICE PROJECTS AND 15 DONOR-RESTRICTED ENDOWMENT FUNDS ESTABLISHED FOR THE SUPPORT OF SPECIFIC PROJECTS.

Part X, Line 2:

Explanation: The Foundation adopted the provisions of FIN 48, Accounting for Uncertainty in Income Taxes, effective for the fiscal period ended June 30, 2010. There was no material impact on the Foundations results of operations or financial condition upon adoption of FIN 48.

Part XIII Supplemental Information (continued)

The Foundation is not currently under examination by the Internal Revenue Service or the State of North Carolina. The Foundations taxable years that are open for potential examination by the Internal Revenue Service are for the years ended June 30, 2011 through 2014. The Foundations open tax years for potential examination by the State of North Carolina are for the years ended June 30, 2011 through 2014.

Part XI, Line 4b - Other Adjustments:

RENTAL EXPENSES -352,741.

Part XII, Line 2d - Other Adjustments:

RENTAL EXPENSES 352,741.

SCHEDULE I
(Form 990)

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.

► Attach to Form 990.

► Information about Schedule I (Form 990) and its instructions is at www.irs.gov/form990.

Name of the organization

THE NORTH CAROLINA BAR ASSN FOUNDATION, INC.

Employer identification number

56-0767805

OMB No 1545-0047

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Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?

☒ Yes ☐ No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
LEGAL AID OF NORTH CAROLINA, INC. 224 DAWSON STREET RALEIGH, NC 27601	31-1784161	501(c)(3)	44,926.	0.			MLK SUMMER INTERNSHIP PROGRAM; STUDENT LOAN REPAYMENT ASSISTANCE; HOMELESSNESS PREVENTION
LEGAL SERVICES OF SOUTHERN PIEDMONT, INC. - 1431 ELIZABETH AVENUE - CHARLOTTE, NC 28204	56-1202940	501(c)(3)	25,000.	0.			MEDICAID ADVOCACY FOR NC PROVIDE ADVOCACY AND REPRESENTATION TO VULNERABLE CHILDREN IN CUSTODY OR DOMESTIC
CHILDREN'S LAW CENTER OF CENTRAL NORTH CAROLINA - 8 WEST 3RD STREET, STE M-6 - WINSTON-SALEM, NC 27101	54-2185218	501(c)(3)	11,700.	0.			

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table

3.

3 Enter total number of other organizations listed in the line 1 table

0.

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

See Part IV for Column (h) descriptions

Schedule I (Form 990) (2013)

THE NORTH CAROLINA BAR ASSN FOUNDATION,

56-0767805

Schedule I (Form 990) (2013)

Page 2

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
EDUCATIONAL SCHOLARSHIPS	17	26,175.	0.		

Part IV Supplemental Information. Provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

Part I, Line 2:

Explanation: ALL SCHOLARSHIPS AWARDED ARE NEED-BASED WHICH REQUIRE THE APPLICANT TO SUBMIT FINANCIAL INFORMATION ABOUT THEIR PERSONAL AND FAMILY FINANCES. VOLUNTEER COMMITTEES REVIEW ALL APPLICATIONS TO INSURE COMPLIANCE WITH OUR GUIDELINES AND POLICIES. VOLUNTEER COMMITTEE MEMBERS MAY NOT REVIEW/APPROVE APPLICATIONS OF ANYONE RELATED TO THEM.

Part II, line 1, Column (h):

Name of Organization or Government: LEGAL AID OF NORTH CAROLINA, INC.

Part IV Supplemental Information

(h) Purpose of Grant or Assistance: MLK SUMMER INTERNSHIP PROGRAM;
STUDENT LOAN REPAYMENT ASSISTANCE; HOMELESSNESS PREVENTION PROJECT
FELLOWSHIP

Name of Organization or Government:

CHILDREN'S LAW CENTER OF CENTRAL NORTH CAROLINA

(h) Purpose of Grant or Assistance: PROVIDE ADVOCACY AND REPRESENTATION
TO VULNERABLE CHILDREN IN CUSTODY OR DOMESTIC VIOLENCE CASES

**SCHEDULE J
(Form 990)**

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 23.

▶ Attach to Form 990. ▶ See separate instructions.

▶ Information about Schedule J (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public
Inspection

Name of the organization

**THE NORTH CAROLINA BAR ASSN FOUNDATION,
INC.**

Employer identification number

56-0767805

Part I Questions Regarding Compensation

	Yes	No
1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.		
<input type="checkbox"/> First-class or charter travel		
<input type="checkbox"/> Travel for companions		
<input type="checkbox"/> Tax indemnification and gross-up payments		
<input type="checkbox"/> Discretionary spending account		
<input type="checkbox"/> Housing allowance or residence for personal use		
<input type="checkbox"/> Payments for business use of personal residence		
<input type="checkbox"/> Health or social club dues or initiation fees		
<input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef)		
b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain.	1b	
2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked in line 1a?	2	
3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.		
<input checked="" type="checkbox"/> Compensation committee		
<input checked="" type="checkbox"/> Independent compensation consultant		
<input type="checkbox"/> Form 990 of other organizations		
<input type="checkbox"/> Written employment contract		
<input checked="" type="checkbox"/> Compensation survey or study		
<input checked="" type="checkbox"/> Approval by the board or compensation committee		
4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization.		
a Receive a severance payment or change-of-control payment?	4a	X
b Participate in, or receive payment from, a supplemental nonqualified retirement plan?	4b	X
c Participate in, or receive payment from, an equity-based compensation arrangement?	4c	X
If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.		
Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.		
5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:		
a The organization?	5a	X
b Any related organization?	5b	X
If "Yes" to line 5a or 5b, describe in Part III.		
6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:		
a The organization?	6a	X
b Any related organization?	6b	X
If "Yes" to line 6a or 6b, describe in Part III.		
7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III.	7	X
8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III.	8	X
9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?	9	

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2013

Part II	Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.
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Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

[illegible]

THE NORTH CAROLINA BAR ASSN FOUNDATION,
INC.

Part III Supplemental Information

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

Area with horizontal lines for supplemental information.

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public
Inspection

Name of the organization

THE NORTH CAROLINA BAR ASSN FOUNDATION,
INC.

Employer identification number
56-0767805

Form 990, Part I, Line 1, Description of Organization Mission:

MAINTAIN THE HONOR AND INTEGRITY OF THE LAW; 2) TO STUDY, IMPROVE AND
FACILITATE THE ADMINISTRATION OF JUSTICE; 3) TO PROMOTE THE STUDY AND
RESEARCH OF THE LAW; 4) TO MAINTAIN A LAW LIBRARY AND RESEARCH CENTER;
AND 5) TO PROMOTE SUITABLE STANDARDS OF LEGAL EDUCATION.

Form 990, Part III, Line 1, Description of Organization Mission:

3) TO PROMOTE THE STUDY AND RESEARCH OF THE LAW
4) TO MAINTAIN A LAW LIBRARY AND RESEARCH CENTER AND
5) TO PROMOTE SUITABLE STANDARDS OF LEGAL EDUCATION

Form 990, Part III, Line 4d, Other Program Services:

DEVELOPMENT:

THE DEVELOPMENT PROGRAM COORDINATES STATEWIDE FUND-RAISING ACTIVITIES
CONDUCTED BY THE NORTH CAROLINA BAR ASSOCIATION FOUNDATION, INC.
INCLUDING: THE ANNUAL PATRON CAMPAIGN WHICH SUPPORTS BAR PUBLIC
SERVICE/PRO BONO PROJECTS; THE EXPANSION OF THE FOUNDATION'S ENDOWMENT
THROUGH THE ESTABLISHMENT OF JUSTICE FUNDS AND LIBERTY FUNDS WHICH
HONOR DESERVING NORTH CAROLINA LAWYERS; PROMOTION OF THE RECOGNITION
OPPORTUNITIES IN THE BAR CENTER LIBERTY GARDEN; THE EDUCATION OF
MEMBERS ABOUT PLANNED GIVING OPPORTUNITIES; THE RECOGNITION OF MEMORIAL
GIFTS; AND THE COORDINATION OF SPECIAL PROJECTS AS ASSIGNED BY THE
FOUNDATION'S BOARD OF DIRECTORS.

LAWYER REFERRAL SERVICE:

THE NORTH CAROLINA LAWYER REFERRAL SERVICE IS AN ENTITY WITHIN THE

Name of the organization THE NORTH CAROLINA BAR ASSN FOUNDATION,
INC.

Employer identification number
56-0767805

NORTH CAROLINA BAR ASSOCIATION FOUNDATION THAT PROVIDES ATTORNEY REFERRALS TO MEMBERS OF THE PUBLIC. OFTENTIMES THE FIRST CONTACT WITH THE LEGAL COMMUNITY IS WHEN A MEMBER OF THE PUBLIC CALLS SEEKING A REFERRAL. TIME AND TIME AGAIN, OUR LRS SPECIALISTS HEAR THIS AND HEAR THAT PEOPLE JUST DON'T KNOW WHOM TO CALL. ATTORNEYS ON OUR SERVICE UNDERSTAND THAT THIS IS A SERVICE TO THE PUBLIC FIRST AND A BENEFIT TO THEMSELVES SECOND. BY PROVIDING A FREE REFERRAL TO A LICENSED ATTORNEY WHO IS A MEMBER OF THE NCBA AND IS IN GOOD STANDING WITH THE NC STATE BAR, WE PROVIDE AN OPPORTUNITY FOR A LOW-COST CONSULTATION (\$50 FOR UP TO 30 MINUTES OF THE INITIAL CONSULTATION) WITH AN ATTORNEY WHO HANDLES THE CALLER'S TYPE OF LEGAL MATTER. APPROXIMATELY 45,000 REFERRALS ARE MADE YEARLY.

LAW-RELATED EDUCATION:

THE NORTH CAROLINA LAW-RELATED EDUCATION DEPARTMENT (LRE) OF THE NORTH CAROLINA BAR ASSOCIATION FOUNDATION IS DEDICATED TO SERVING THE PUBLIC BY STRENGTHENING AND BUILDING A MORE FAIR, FREE AND OPEN SOCIETY. LRE NOT ONLY PROMOTES THE UNDERSTANDING AND RESPECT FOR THE RULE OF LAW THROUGH INTERACTIVE LAW-RELATED AND CIVIC EDUCATION PROGRAMS FOR STUDENTS, TEACHERS, AND THE CITIZENRY OF NORTH CAROLINA, BUT ALSO HELPS BUILD THE SKILLS NEEDED FOR THE 21ST CENTURY.

PRO BONO:

THE PUBLIC SERVICE AND PRO BONO ACTIVITIES DEPARTMENT PROVIDES A HOME FOR PRO BONO AND PUBLIC SERVICE PROJECTS WITHIN THE NORTH CAROLINA BAR ASSOCIATION FOUNDATION WHICH ENHANCE THE PUBLIC'S ABILITY TO ACCESS AND AFFORD LEGAL SERVICES. TO THIS END, THE DEPARTMENT IDENTIFIES

VOLUNTEER OPPORTUNITIES FOR ATTORNEYS, SUPPORTS SECTIONS, DIVISIONS,

Name of the organization	THE NORTH CAROLINA BAR ASSN FOUNDATION, INC.	Employer identification number 56-0767805
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AND COMMITTEES IN THEIR PRO BONO AND PUBLIC SERVICE WORK, AND CREATES ALLIANCES BETWEEN RESOURCE PROVIDERS.

Expenses \$ 2,349,641. including grants of \$ 0. Revenue \$ 119,982.

Form 990, Part VI, Section B, line 11:

Explanation: REVIEWED BY THE AUDIT & FINANCE COMMITTEE, WHO ARE ALL BOARD MEMBERS.

Form 990, Part VI, Section B, Line 12c:

Explanation: A copy of the Conflict of Interest policy is sent annually to all staff members and leaders. The Secretary/Treasurer reports any known conflicts of interest to the Executive Committee.

Form 990, Part VI, Section B, Line 15:

Explanation: The Secretary/Treasurer also functions as the Executive Director and CEO under a management agreement between the NC Bar Association and the NC Bar Association Foundation. All employees are evaluated annually, and their performance and a salary adjustment, if any, are discussed in a meeting of the Personnel Committee (composed of volunteer members, chaired by a Past President). Any compensation adjustment agreed upon is then recommended to the Board of Directors of the NC Bar Association Foundation, in Executive Session, and is ultimately voted upon. Comparable salaries of not-for profit organizations in the greater region and local community are considered. The Executive Director is not in the room when his salary and performance are discussed.

Form 990, Part VI, Section C, Line 19:

Explanation: THE ORGANIZATION'S GOVERNING DOCUMENTS, CONFLICT OF INTEREST

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POLICY, AND FINANCIAL STATEMENTS ARE AVAILABLE TO THE ASSOCIATION'S MEMBERS
UPON REQUEST.

Form 990, Part IX, Line 24e, All Other Functional Expenses:

Grant expenses:

Program service expenses	13,147.
Management and general expenses	0.
Fundraising expenses	0.
Total expenses	13,147.

Lawyer Referral:

Program service expenses	12,793.
Management and general expenses	0.
Fundraising expenses	0.
Total expenses	12,793.

Pro Bono Grants:

Program service expenses	10,140.
Management and general expenses	0.
Fundraising expenses	0.
Total expenses	10,140.

Fundraising & Development:

Program service expenses	0.
Management and general expenses	0.
Fundraising expenses	9,068.
Total expenses	9,068.

Name of the organization THE NORTH CAROLINA BAR ASSN FOUNDATION,
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56-0767805Law Related Education:

Program service expenses	3,934.
Management and general expenses	0.
Fundraising expenses	0.
Total expenses	3,934.

Professional Education:

Program service expenses	0.
Management and general expenses	0.
Fundraising expenses	3,154.
Total expenses	3,154.
Total Other Expenses on Form 990, Part IX, line 24e, Col A	52,236.

Form 990, Part XI, line 9, Changes in Net Assets:

CHANGE IN MARKET VALUE OF INTEREST RATE SWAP	35,916.
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FORM 990, PAGE 11, PART XI, LINE 2c:Explanation: RESPONSIBILITY FOR OVERSIGHT AUDIT/REVIEW/COMPILATION:THE PROCESS HAS NOT CHANGED SINCE LAST YEAR.

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37. ▶ Attach to Form 990. ▶ See separate instructions.

► **Information about Schedule R (Form 990)** and its instructions is at www.irs.gov/form990.

Name of the organization

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OMB No 1545-0047

2013

Open to Public Inspection

Part I Identification of Disregarded Entities Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

[illegible]

Part II

Identification of Related Tax-Exempt Organizations Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.

[illegible]

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule R (Form 990) 2013

[illegible][illegible]

THE NORTH CAROLINA BAR ASSN FOUNDATION,

Schedule R (Form 990) 2013 **INC.**

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Part V Transactions With Related Organizations Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

a Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity

b Gift, grant, or capital contribution to related organization(s)

c Gift, grant, or capital contribution from related organization(s)

d Loans or loan guarantees to or for related organization(s)

e Loans or loan guarantees by related organization(s)

f Dividends from related organization(s)

g Sale of assets to related organization(s)

h Purchase of assets from related organization(s)

i Exchange of assets with related organization(s)

j Lease of facilities, equipment, or other assets to related organization(s)

k Lease of facilities, equipment, or other assets from related organization(s)

l Performance of services or membership or fundraising solicitations for related organization(s)

m Performance of services or membership or fundraising solicitations by related organization(s)

n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)

o Sharing of paid employees with related organization(s)

p Reimbursement paid to related organization(s) for expenses

q Reimbursement paid by related organization(s) for expenses

r Other transfer of cash or property to related organization(s)

s Other transfer of cash or property from related organization(s)

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1) NORTH CAROLINA BAR ASSOCIATION	O	425,000.	
(2) NORTH CAROLINA BAR ASSOCIATION	J	209,441.	
(3)			
(4)			
(5)			
(6)			

Part VI **Unrelated Organizations Taxable as a Partnership** Complete if the organization answered "Yes" on Form 990, Part IV, line 37.

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

[illegible]

Part VII Supplemental Information

Provide additional information for responses to questions on Schedule R (see instructions).

Lined area for supplemental information.