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For calendar year 2015, or tax year beginning 01-01-2015 , and ending 12-31-2015

Name of foundation THE HARVEST FOUNDATION OF THE PIEDMONT		A Employer identification number 31-1496872	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 5183		Room/suite	B Telephone number (see instructions) (276) 632-3329
City or town, state or province, country, and ZIP or foreign postal code MARTINSVILLE, VA 24115		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 ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 200,673,923		J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	12,000			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	5,472,453	5,472,453		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	4,282,573			
	b Gross sales price for all assets on line 6a 76,113,357				
	7 Capital gain net income (from Part IV , line 2)		4,282,573		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	 -2,380			
	12 Total. Add lines 1 through 11	9,764,646	9,755,026		
	13 Compensation of officers, directors, trustees, etc	214,516	21,452		192,900
	14 Other employee salaries and wages	371,945	16,877		355,941
	15 Pension plans, employee benefits	110,725	6,196		68,243
	16a Legal fees (attach schedule).	 135,351	13,535		108,806
	b Accounting fees (attach schedule).	 9,100	4,550		2,350
	c Other professional fees (attach schedule)	 1,972,874	1,821,712		149,080
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	 101,518	100,573		945
	19 Depreciation (attach schedule) and depletion . . .	 8,643			
	20 Occupancy	32,395	2,898		29,259
	21 Travel, conferences, and meetings.	39,613	2,667		31,422
	22 Printing and publications	4,522	452		4,070
	23 Other expenses (attach schedule).	 354,615	14,907		357,146
	24 Total operating and administrative expenses. Add lines 13 through 23	3,355,817	2,005,819		1,300,162
	25 Contributions, gifts, grants paid	3,346,157			4,823,760
	26 Total expenses and disbursements. Add lines 24 and 25	6,701,974	2,005,819		6,123,922
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	3,062,672			
	b Net investment income (if negative, enter -0-)		7,749,207		
	c Adjusted net income (if negative, enter -0-)				

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	1,591,167	4,630,889	4,630,889
	2	Savings and temporary cash investments	166,171	772,483	774,483
	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 ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	131,740	84,255	84,255
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	8,601,325 	5,985,062	5,985,062
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	205,595,438 	188,934,555	188,934,555
	14	Land, buildings, and equipment basis ▶ _____ 275,245 Less accumulated depreciation (attach schedule) ▶ 256,773	25,905 	18,472	18,472
Liabilities	15	Other assets (describe ▶ _____)	 24,780 	 246,207 	 246,207
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	216,136,526	200,671,923	200,673,923
	17	Accounts payable and accrued expenses	98,703	87,176	
	18	Grants payable	18,636,132	17,448,513	
	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 ▶ _____)	 513,982 	 175,127	
	23	Total liabilities (add lines 17 through 22)	19,248,817	17,710,816	
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	196,887,709	182,961,107	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	196,887,709	182,961,107	
	31	Total liabilities and net assets/fund balances (see instructions)	216,136,526	200,671,923	

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	196,887,709
2	Enter amount from Part I, line 27a	2	3,062,672
3	Other increases not included in line 2 (itemize) ▶ _____ 	3	191,373
4	Add lines 1, 2, and 3	4	200,141,754
5	Decreases not included in line 2 (itemize) ▶ _____ 	5	17,180,647
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	182,961,107

Part IV

Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr)	Date sold (d) (mo , day, yr)
1 a	SHORT TERM CAPITAL GAIN FROM K-1	P	2015-01-01	2015-12-31
b	LONG TERM CAPITAL GAIN FROM K-1	P	2005-01-01	2015-12-31
c	VARIOUS INVESTMENTS	P	2005-01-01	2015-12-31
d	CAPITAL GAIN DISTRIBUTIONS	P	2000-01-01	2015-12-31
e				

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a 280,015			280,015
b 4,845,259			4,845,259
c 69,437,164		71,830,784	-2,393,620
d 1,550,919			1,550,919
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) (l)
(i) FM V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
a			280,015
b			4,845,259
c			-2,393,620
d			1,550,919
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	4,282,573
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 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))
2014	11,305,301	214,732,223	0 05265
2013	10,331,672	204,560,901	0 05051
2012	12,249,306	190,396,669	0 06434
2011	8,101,012	191,940,441	0 04221
2010	8,709,956	183,139,045	0 04756

2	Total of line 1, column (d).	2	0 257256
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 051451
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	208,519,055
5	Multiply line 4 by line 3.	5	10,728,514
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	77,492
7	Add lines 5 and 6.	7	10,806,006
8	Enter qualifying distributions from Part XII, line 4.	8	6,123,922

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

Part VII

Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	154,984
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2.		3	154,984
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income.Subtract line 4 from line 3 If zero or less, enter -0-		5	154,984
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	221,782	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868).	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d.		7	221,782
8 Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached		8	
9 Tax due.If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment.If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	66,798
11 Enter the amount of line 10 to be Credited to 2015 estimated tax ☐ 66,798 Refunded ☐		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?	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for 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	1b		No
c Did the foundation file Form 1120-POL for this year?	1c		No
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	2		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b		No
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
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 .	8b	Yes	
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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.THEHARVESTFOUNDATION.ORG	13	Yes	
14	The books are in care of ► ALLYSON ROTHROCK Telephone no ► (276) 632-3329 Located at ► 1 ELLSWORTH STREET MARTINSVILLE VA ZIP+4 ► 24112			
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 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ► OC				

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. ► ☐	1b		No
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 2015?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No If "Yes," list the years ► 20____, 20____, 20____, 20____			
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).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2015 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 2015).	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2015?	4b		No

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 4945(d)(4)(A)? (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)? ☐ Yes ☒ No

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				

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	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NANCY COX 1 ELLSWORTH STREET MARTINSVILLE, VA 24112	PROGRAM OFFCR 40 00	61,018	6,345	
GEORGIA COMPTON 1 ELLSWORTH STREET MARTINSVILLE, VA 24112	CONTROLLER 40 00	71,031	15,151	
FRANKLIN HOUSE JR 1 ELLSWORTH STREET MARTINSVILLE, VA 24112	SR PROG OFFCR 40 00	97,494	17,098	
KIMBERLY HARRIS 1 ELLSWORTH STREET MARTINSVILLE, VA 24112	EXEC ASSIST 40 00	51,923	12,806	
SHERYL AGEE 1 ELLSWORTH STREET MARTINSVILLE, VA 24112	IMPACT OFFCR 40 00	52,480	9,581	

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

Part VIIII

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
COLONIAL CONSULTING CORPORATION 750 THIRD AVE NEW YORK, NY 100172703	INVESTMENT CONSULTIN	165,472
HUNTON & WILLIAMS 951 EAST BYRD STREET RICHMOND, VA 23219	LEGAL SERVICES	120,896
B&C INTERNATIONAL 808 GREENSBORO RD HIGH POINT, NC 27260	PUBLIC RELATIONS	128,963
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
1SUPPORT OF K-12 EDUCATION INITIATIVES IN MARTINSVILLE AND HENRY COUNTY THROUGH TECHNICAL ASSISTANCE AND EVALUATION FOR THE GRANTS AWARDED TO HENRY COUNTY PUBLIC SCHOOLS, MARTINSVILLE CITY SCHOOLS AND THE CARLISLE SCHOOL	106,735
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
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	208,406,375
b	Average of monthly cash balances.	1b	3,288,097
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	211,694,472
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	
3	Subtract line 2 from line 1d.	3	211,694,472
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	3,175,417
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	208,519,055
6	Minimum investment return. Enter 5% of line 5.	6	10,425,953

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	10,425,953
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	154,984
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	154,984
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	10,270,969
4	Recoveries of amounts treated as qualifying distributions.	4	289,983
5	Add lines 3 and 4.	5	10,560,952
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	10,560,952

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	6,123,922
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	6,123,922
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	6,123,922

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				10,560,952
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.				2,320,935
d From 2013.				571,641
e From 2014.				809,128
f Total of lines 3a through e.	3,701,704			
4 Qualifying distributions for 2015 from Part XII, line 4 ► \$ 6,123,922				
a Applied to 2014, 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).	0			
d Applied to 2015 distributable amount.				6,123,922
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	3,701,704			3,701,704
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 2014 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				735,326
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions). . .				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.				
10 Analysis of line 9				
a Excess from 2011. . . .				
b Excess from 2012. . . .				
c Excess from 2013. . . .				
d Excess from 2014. . . .				
e Excess from 2015. . . .				

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

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

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

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

HARVEST FOUNDATION OF THE PIEDMONT
1 ELLSWORTH ST
MARTINSVILLE, VA 24112
(276) 632-3329
INFO@THEHARVESTFOUNDATION.ORG

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

APPLICANTS SHOULD FIRST FILL OUT A NEEDS STATEMENT DETAILING THE IDENTIFIED COMMUNITY NEED THE PROJECT WILL ADDRESS. THIS CAN BE SUBMITTED ON-LINE AT WWW.THEHARVESTFOUNDATION.ORG. If the Needs Statement shows alignment with Harvest Foundation goals and strategies, and makes a compelling case for local need and outcomes, the applicant will be invited to complete a full project proposal. The full proposal application will detail the proposed project, evaluation plan, partnerships and collaboration, financial, organizational infrastructure and capacity. It makes the case of why it is the best plan to address the need, and why the organization has the ability and capacity to execute the plan.

c Any submission deadlines

PLEASE SEE HARVEST FOUNDATION WEBSITE FOR DETAILS

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

ORGANIZATION MUST BE A 501(C)(3) CHARITABLE ORGANIZATION OR A POLITICAL SUBDIVISION ELIGIBLE FOR A CHARITABLE CONTRIBUTION UNDER THE INTERNAL REVENUE CODE. ORGANIZATION'S PROGRAM WILL DIRECTLY SERVE THE COMMUNITY OF MARTINSVILLE AND/OR HENRY COUNTY, VIRGINIA. ORGANIZATION'S PROGRAM WILL DIRECTLY ALIGN WITH HARVEST FOUNDATION'S ECONOMIC DEVELOPMENT, STRATEGIC FOCUS AROUND WORKFORCE, INVESTMENT OR ADVOCACY. The Harvest Foundation does not fund institutions that discriminate on the basis of race, creed, gender, or sexual orientation, Direct grants to individuals including scholarships and fellowships, Programs outside the geographic boundaries of Henry County, Debt reduction, Sectarian religious activities or direct political lobbying, For-profit organizations, Medical research, Direct replacement of discontinued government support, Emergency funding or extremely time-sensitive requests, Grants that, in the judgment of the Board of Directors, are the responsibility of the government, Endowment funds,

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 Additional Data TableSee Additional Data Table				
Total			3a	4,823,760
b Approved for future payment See Additional Data TableSee Additional Data Table				
Total			3b	17,986,174

Enter gross amounts unless otherwise indicated

[illegible]

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?

[illegible]

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.

*****	2016-11-15	*****
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only	Print/Type preparer's name DAVID P BOOTH CPA	Preparer's Signature	Date	Check if self-employed ☐	PTIN P01436015
	Firm's name ☐ Foti Flynn Lowen & Co PC			Firm's EIN ☐	
	Firm's address ☐ PO Box 12765 Roanoke, VA 240282765			Phone no ☐	(540) 344-9246

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation(If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
JAMES MCCLAIN II	IMM PAST CHAIR 2 00	0		
1 ELLSWORTH STREET MARTINSVILLE,VA 24112				
W CHRISTOPHER BEELER JR	Chairman 2 00	0		
1 ELLSWORTH STREET MARTINSVILLE,VA 24112				
EUGENE C MADONIA MD	Treasurer 2 00	0		
1 ELLSWORTH STREET MARTINSVILLE,VA 24112				
WILLIAM L KIRBY IV	BOARD MEMBER 2 00	0		
1 ELLSWORTH STREET MARTINSVILLE,VA 24112				
MONICA T MONDAY ESQ	BOARD MEMBER 2 00	0		
1 ELLSWORTH STREET MARTINSVILLE,VA 24112				
PAUL R EASON MD	VICE CHAIRMAN 2 00	0		
1 ELLSWORTH STREET MARTINSVILLE,VA 24112				
VIRGINIA W HAMLET	BOARD MEMBER 2 00	0		
1 ELLSWORTH STREET MARTINSVILLE,VA 24112				
CYNTHIA INGRAM EDD	Secretary 2 00	0		
1 ELLSWORTH STREET MARTINSVILLE,VA 24112				
AMY P LAMPE	Board Member 2 00	0		
1 ELLSWORTH ST MARTINSVILLE,VA 24112				
JAMES K MUEHLECK DDS	Board Member 2 00	0		
1 ELLSWORTH STREET MARTINSVILLE,VA 24112				
DAVID L STONE JR	Board Member 2 00	0		
1 ELLSWORTH STREET MARTINSVILLE,VA 24112				
E LARRY RYDER	Board Member 2 00	0		
1 ELLSWORTH STREET MARTINSVILLE,VA 24112				
ALLYSON ROTHROCK	President 40 00	187,632	26,884	
1 ELLSWORTH STREET MARTINSVILLE,VA 24112				

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
UNITED WAY OF HENRY CO AND MARTINSVILLE 134 East Church Street PO BOX 951 MARTINSVILLE,VA 24114	N/A	PC	FACILITATION OF THE MHC POSITIVE YOUTH COLLABORATIVE	93,620
CITY OF MARTINSVILLE PO BOX 1112 55 W CHURCH STREET MARTINSVILLE,VA 24114	N/A	GOV	CONTINUATION OF OPERATIONAL SUPPORT FOR SMITH RIVER SPORTS COMPLEX OVER THREE YEARS	207,500
HENRY COUNTY PUBLIC SCHOOLS PO BOX 8958 COLLINSVILLE,VA 24078	N/A	GOV	CONTINUATION GRANT TO FOCUS ON ENHANCING AND IMPROVING EDUCATIONAL OUTCOMES FOR ALL STUDENTS UTILIZING DIFFERENTIATED INSTRUCTION FOR TWO ADDITIONAL YEARS	250,000
MARTINSVILLE CITY SCHOOLS PO BOX 5548 MARTINSVILLE,VA 24115	N/A	GOV	CONTINUATION GRANT FOCUSED ON ENHANCING AND IMPROVING EDUCATIONAL OUTCOMES FOR ALL STUDENTS UTILIZING "EFFECTIVE SCHOOLS RESEARCH" AS A VEHICLE FOR IMPROVING MATH AND READING SKILLS FOR TWO ADDITIONAL YEARS	65,000
PIEDMONT VIRGINIA DENTAL HEALTH FDN 407 STARLING AVENUE MARTINSVILLE,VA 24112	N/A	PC	COMMUNITY DENTAL CLINIC OPERATIONS WITH DEVELOPMENT DIRECTOR	92,500
CARLISLE SCHOOL 300 CARLISLE ROAD MARTINSVILLE,VA 24115	N/A	PC	TO CONTINUE ITS WORK RELATED WITH THE INTERNATIONAL BACCALAUREATE CURRICULUM AND THE USE OF DIFFERENTIATED INSTRUCTION FOR TWO ADDITIONAL YEARS	25,000
MARTINSVILLE-HENRY CO ECONOMIC DEVELOP 134 EAST CHURCH STREET SUITE 200 MARTINSVILLE,VA 24114	N/A	PC	TO SUPPORT GENERAL OPERATIONS	1,500,000
UNITED WAY OF HENRY CO AND MARTINSVILLE 134 East Church Street PO BOX 951 MARTINSVILLE,VA 24114	N/A	PC	Smart Beginnings-System Building Continuation	78,932
THE FAMILY YMCA 3 STARLING AVE MARTINSVILLE,VA 24112	N/A	PC	ACTIVATE PROGRAM CONTINUATION	20,000
GRACE NETWORK OF MARTINSVILLE AND HENRY 433 E COMMONWEALTH BLVD MARTINSVILLE,VA 24112	N/A	PC	PUP GRANT - Richard's Dinner-Community Christmas Dinner	2,500
INSTITUTE FOR ADVANCED LEARNING AND RESE 150 SLAYTON AVE DANVILLE,VA 24540	N/A	PC	PUP GRANT - Evaluation for 2015 Youth Expo	15,000
NEW COLLEGE FOUNDATION 191 FAYETTE STREET MARTINSVILLE,VA 24112	N/A	PC	2014-2016 BIENNIAL REQUEST FOR OPERATIONS	1,117,829
RECTOR & VISITORS OF UVA PO BOX 400222 CHARLOTTESVILLE,VA 22904	N/A	GOV	VIRGINIA COLLEGE ADVISING CORPS 2014-2015	36,000
HENRY COUNTY PO BOX 7 3300 KINGS MOUNTAIN RD COLLINSVILLE,VA 24078	N/A	GOV	Smith River Small Towns Collaborative for Facade Improvements	303,282
DAN RIVER BASIN ASSOCIATION 413 CHURCH STREET SUITE 401 EDEN,NC 27288	N/A	PC	Smith River Protect the Investment Initiative throughmonitoring and regular release schedule to ensure a clean and healthy river	52,167
Total ▶ 3a				4,823,760

Form 990PF Part XV Line 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				
MARTINSVILLE HC FOR HEALTH AND WELLNESS 22 CHURCH STREET SUITE 311 MARTINSVILLE,VA 24112	N/A	PC	Live Well MHC-improve health of individualsby leading a shift in focus from treatment to prevention and wellness	418,665
MARTINSVILLE UPTOWN REVITALIZATION ASSO 22 E CHURCH STREET SUITE 308 MARTINSVILLE,VA 24114	N/A	PC	Cinco de Mayo Celebration	6,545
PIEDMONT REGIONAL COMMUNITY SERVICES BOA 24 CLAY STREET MARTINSVILLE,VA 24112	N/A	PC	For the community recovery program	91,500
PATRICK HENRY COMMUNITY COLLEGE ED FDN 645 PATRIOT AVENUE MARTINSVILLE,VA 24112	N/A	PC	NJCAA Men's Division National SoccerTournament	10,000
PIEDMONT ARTS ASSOCIATION 215 STARLING AVE MARTINSVILLE,VA 24112	N/A	PC	"Celebracion de las Artes"Celebrate and highlight Latin American arts and culture	10,000
CARLISLE SCHOOL 300 CARLISLE RD MARTINSVILLE,VA 24112	N/A	PC	K-12 Initiative Phase III	17,085
CONCERNED CITIZENS OF SANDY LEVEL INC 100 HAMMOND DR AXTON,VA 24054	N/A	PC	Afterschool Programming	10,000
HENRY COUNTY PUBLIC SCHOOLS PO BOX 8958 COLLINSVILLE,VA 24078	N/A	GOV	K-12 Initiative Phase III	207,780
MARTINSVILLE CITY PUBLIC SCHOOLS PO BOX 5548 MARTINSVILLE,VA 24112	N/A	GOV	K-12 Initiative Phase III	62,190
SPENCER PENN SCHOOL PRESERVATION PO BOX 506 SPENCER,VA 24165	N/A	PC	SPICE (Spencer Penn Investing inChildren's Education)-After school tutoringprogram	10,000
ASHBROOK HEARING CONNECTION INC 1111 SPRUCE STREET MARTINSVILLE,VA 24112	N/A	PC	Communication Plan for Hearing HealthcareProgram	10,000
PIEDMONT VIRGINIA DENTAL HEALTH FDN 407 STARLING AVE MARTINSVILLE,VA 24112	N/A	PC	Community Dental Clinic operations	110,665
Total ▶ 3a				4,823,760

TY 2015 Accounting Fees Schedule**Name:** THE HARVEST FOUNDATION OF THE PIEDMONT**EIN:** 31-1496872**Software ID:** 15000324**Software Version:** 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING AND BOOKKEEPING	9,100	4,550	0	2,350

TY 2015 Contractor Compensation Explanation**Name:** THE HARVEST FOUNDATION OF THE PIEDMONT**EIN:** 31-1496872**Software ID:** 15000324**Software Version:** 2015v2.0

Contractor	Explanation
B&C INTERNATIONAL	ADVERTISING & PUBLIC RELATIONS CONSULTING
COLONIAL CONSULTING CORPORATION	INVESTMENT CONSULTING
HUNTON & WILLIAMS	LEGAL ADVICE AND RELATED SERVICES

TY 2015 Investments Corporate Stock Schedule**Name:** THE HARVEST FOUNDATION OF THE PIEDMONT**EIN:** 31-1496872**Software ID:** 15000324**Software Version:** 2015v2.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COMMON STOCKS	5,985,062	5,985,062

TY 2015 Investments - Other Schedule**Name:** THE HARVEST FOUNDATION OF THE PIEDMONT**EIN:** 31-1496872**Software ID:** 15000324**Software Version:** 2015v2.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
INVESTMENT IN LIMITED PARTNERSHIP	FMV	142,333,478	142,333,478
MUTUAL FUNDS	FMV	46,601,077	46,601,077

**TY 2015 Land, Etc.
Schedule****Name:** THE HARVEST FOUNDATION OF THE PIEDMONT**EIN:** 31-1496872**Software ID:** 15000324**Software Version:** 2015v2.0

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Furniture and Fixtures	95,557	93,454	2,103	2,103
Improvements	48,621	37,546	11,075	11,075
Miscellaneous	131,067	125,773	5,294	5,294

TY 2015 Legal Fees Schedule**Name:** THE HARVEST FOUNDATION OF THE PIEDMONT**EIN:** 31-1496872**Software ID:** 15000324**Software Version:** 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	135,351	13,535	0	108,806

TY 2015 Other Assets Schedule**Name:** THE HARVEST FOUNDATION OF THE PIEDMONT**EIN:** 31-1496872**Software ID:** 15000324**Software Version:** 2015v2.0

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
HOLDBACK RECEIVABLE		246,207	246,207

TY 2015 Other Expenses Schedule

Name: THE HARVEST FOUNDATION OF THE PIEDMONT

EIN: 31-1496872

Software ID: 15000324

Software Version: 2015v2.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DIRECT CHARITABLE EXPENDITURES	106,735			114,805
DUES & SUBSCRIPTIONS	17,726	61		17,665
EQUIPMENT RENTAL AND MAINTENANCE	5,931	593		5,338
INFORMATION TECHNOLOGY	35,994	3,600		32,780
INSURANCE	21,315	2,089		19,226
MISCELLANEOUS	5,297	94		5,087
POSTAGE AND SHIPPING	1,064	106		958
PUBLIC RELATIONS	153,831	7,692		155,182
SUPPLIES	6,722	672		6,105

TY 2015 Other Income Schedule**Name:** THE HARVEST FOUNDATION OF THE PIEDMONT**EIN:** 31-1496872**Software ID:** 15000324**Software Version:** 2015v2.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ORDINARY K-1 INCOME(LOSS)	-2,380		

TY 2015 Other Increases Schedule**Name:** THE HARVEST FOUNDATION OF THE PIEDMONT**EIN:** 31-1496872**Software ID:** 15000324**Software Version:** 2015v2.0

Description	Amount
FEDERAL EXCISE TAX - CURRENT & DEFERRED	191,373

TY 2015 Other Liabilities Schedule**Name:** THE HARVEST FOUNDATION OF THE PIEDMONT**EIN:** 31-1496872**Software ID:** 15000324**Software Version:** 2015v2.0

Description	Beginning of Year - Book Value	End of Year - Book Value
DEFERRED TAX LIABILITY	513,982	175,127

TY 2015 Other Professional Fees Schedule**Name:** THE HARVEST FOUNDATION OF THE PIEDMONT**EIN:** 31-1496872**Software ID:** 15000324**Software Version:** 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AUDITING FEES	15,750	7,875	0	7,875
CONSULTING	9,873	0	0	7,462
INVESTMENT ADVISORY SERVICES	191,435	191,435	0	0
INVESTMENT MGT FEES	1,622,402	1,622,402	0	0
PROGRAM RELATED CONSULTING	133,414	0	0	133,743

TY 2015 Taxes Schedule**Name:** THE HARVEST FOUNDATION OF THE PIEDMONT**EIN:** 31-1496872**Software ID:** 15000324**Software Version:** 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAXES AND LICENSES	101,518	100,573		945