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CHANGE OF ACCOUNTING PERIOD  
Return of Private Foundation

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

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Form 990-PF

Department of the Treasury  
Internal Revenue Service

For calendar year 2015 or tax year beginning JUL 1, 2015, and ending MAY 31, 2016

Name of foundation  
**DHG FOUNDATION, INC.  
FKA DIXON HUGHES GOODMAN FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address) Room/suite  
**701 TOWN CENTER DRIVE 700**

City or town, state or province, country, and ZIP or foreign postal code  
**NEWPORT NEWS, VA 23606**

A Employer identification number  
**54-1847474**

B Telephone number  
**757.873.1033**

C If exemption application is pending, check here

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

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

G Check all that apply:  
 Initial return  Initial return of a former public charity  
 Final return  Amended return  
 Address change  Name change

H Check type of organization:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16)  
\$ **281,894.**

J Accounting method:  Cash  Accrual  
 Other (specify)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	977,365.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications Gross sales less returns and allowances				
	10a Less Cost of goods sold				
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		977,365.	0.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses <b>STMT 1</b>	467.	0.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	467.	0.		0.
	25 Contributions, gifts, grants paid	906,383.			906,383.
26 Total expenses and disbursements. Add lines 24 and 25	906,850.	0.		906,383.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	70,515.				
b Net investment income (if negative, enter -0-)		0.			
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	211,379.	281,894.	281,894.
	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			
	7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment; basis ▶ Less accumulated depreciation ▶			
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	211,379.	281,894.	281,894.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	211,379.	281,894.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> 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	211,379.	281,894.		
31 Total liabilities and net assets/fund balances	211,379.	281,894.		

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	211,379.
2 Enter amount from Part I, line 27a	2	70,515.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	281,894.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	281,894.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	NONE			
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6); If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	957,320.	241,295.	3.967426
2013	768,602.	275,280.	2.792074
2012	849,100.	226,741.	3.744801
2011	25,030.	235,957.	.106079
2010	1,000.	209,902.	.004764

2	Total of line 1, column (d)	2	10.615144
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	2.123029
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	266,343.
5	Multiply line 4 by line 3	5	565,454.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7	Add lines 5 and 6	7	565,454.
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	906,383.

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**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3 Add lines 1 and 2	3	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	0.
6 Credits/Payments:		
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	
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	0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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DHG FOUNDATION, INC.

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

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► DIXON HUGHES GOODMAN LLP Telephone no. ► 757.873.1033 Located at ► 701 TOWN CENTER DRIVE, SUITE 700, NEWPORT NEWS, VA ZIP+4 ► 23606-4295		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
16 At any time during calendar year 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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

	Yes	No
<b>File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.</b>		
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?		X

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

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

(1) Carry on propoganda, 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  N/A

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)  N/A

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.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JAMES M. HAGGARD 701 TOWN CENTER DRIVE, SUITE 700 NEWPORT NEWS, VA 23606	CHAIRMAN 0.10	0.	0.	0.
TRICIA WILSON 701 TOWN CENTER DRIVE, SUITE 700 NEWPORT NEWS, VA 23606	PRESIDENT 0.10	0.	0.	0.
LYNN H. KLINE 701 TOWN CENTER DRIVE, SUITE 700 NEWPORT NEWS, VA 23606	SECRETARY-TREASURER 0.10	0.	0.	0.

**2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."**

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000  0

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

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

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

**Part IX-A Summary of Direct Charitable Activities**

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

**Part IX-B Summary of Program-Related Investments**

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

0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	0.
b	Average of monthly cash balances	1b	270,399.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	270,399.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	270,399.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	4,056.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	266,343.
6	<b>Minimum investment return.</b> Enter 5% of line 5 <b>ADJUSTED FOR SHORT TAX PERIOD</b>	6	12,226.

**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	12,226.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	12,226.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	12,226.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	12,226.

**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	906,383.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	906,383.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	906,383.

**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.

**DHG FOUNDATION, INC.**  
**FKA DIXON HUGHES GOODMAN FOUNDATION**

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**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				12,226.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011	13,354.			
c From 2012	838,205.			
d From 2013				
e From 2014	945,255.			
f Total of lines 3a through e	1,796,814.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 906,383.				
a Applied to 2014, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				12,226.
e Remaining amount distributed out of corpus	894,157.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	2,690,971.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0.
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)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	2,690,971.			
10 Analysis of line 9:				
a Excess from 2011	13,354.			
b Excess from 2012	838,205.			
c Excess from 2013				
d Excess from 2014	945,255.			
e Excess from 2015	894,157.			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling ▶

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

	Tax year				(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**  
 Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:
- b The form in which applications should be submitted and information and materials they should include:
- c Any submission deadlines:
- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

DHG FOUNDATION, INC.  
 FKA DIXON HUGHES GOODMAN FOUNDATION

Form 990-PF (2015)

54-1847474 Page 11

**Part XV** Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution **	Amount
<b>a Paid during the year</b>				
AMERICAN DIABETES ASSOCIATION 870 GREENBRIER CIRCLE, SUITE 404 CHESAPEAKE, VA 23320	NONE	PC	TOUR DE CURE SUPPORT	1,570.
AMERICAN HEART ASSOCIATION - MID-ATLANTIC AFFILIATE PO BOX 50045 PRESCOTT, AZ 86304	NONE	PC	MEMPHIS TN GALA SPONSORSHIP	10,000.
AMERICAN HEART ASSOCIATION - MID-ATLANTIC AFFILIATE PO BOX 50045 PRESCOTT, AZ 86304	NONE	PC	HEART BALL AND GO RED FOR WOMEN LUNCHEON SPONSORSHIP	30,000.
AMERICAN HEART ASSOCIATION - MID-ATLANTIC AFFILIATE PO BOX 50045 PRESCOTT, AZ 86304	NONE	PC	2015 HEART BALL SPONSORSHIP	25,000.
AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVENUE DALLAS, TX 75231	NONE	PC	TO SUPPORT "GO RED FOR WOMEN" - TO RAISE AWARENESS ON HEART DISEASE AND STROKES AFFECTING WOMEN	5,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>906,383.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>

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\*\* SEE PURPOSE OF GRANT CONTINUATIONS

Form 990-PF (2015)





DHG FOUNDATION, INC.  
FKA DIXON HUGHES GOODMAN FOUNDATION

54-1847474

**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AMERICAN RED CROSS - PALMETTO SC REGION 2424 CITY HALL LANE NORTH CHARLESTON, SC 29406	NONE	PC	COMMUNITY IMPROVEMENT - TO SUPPORT SC FLOOD RELIEF EFFORTS	500.
AMERICAN RED CROSS PO BOX 9035 GREENVILLE, SC 25849	NONE	PC	COMMUNITY IMPROVEMENT - 2016 FINE WINE AUCTION SPONSORSHIP	12,000.
APPALACHIAN STATE UNIVERSITY 416 HOWARD STREET BOONE, NC 28608	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	34,340.
BIRMINGHAM SOUTHERN UNIVERSITY 900 ARKADELPHIA ROAD, BOX 549023 BIRMINGHAM, AL 35254	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	4,100.
BOYS & GIRLS CLUB OF THE UPSTATE PO BOX 1729 SPARTANBURG, SC 29304	NONE	PC	COMMUNITY IMPROVEMENT - ANNUAL CAMPAIGN CONTRIBUTION TO PROVIDE CHILDREN MENTORING	5,000.
BRIGHAM YOUNG UNIVERSITY 155 EAST 1230 NORTH PROVO, UT 84602	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	5,000.
BUSINESS CONSORTIUM FOR ARTS SUPPORT 101 W. MAIN STREET, SUITE 4500 NORFOLK, VA 23510	NONE	PC	COMMUNITY IMPROVEMENT - TO SUPPORT ARTS AND CULTURAL GROUPS IN MEETING THE COSTS OF RUNNING THEIR	10,000.
CATAWBA COLLEGE 2300 W INNES ST SALISBURY, NC 28144	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	100.
CLEMSON UNIVERSITY 170 SIRRINE HALL CLEMSON, SC 29634	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	15,600.
COLLEGE OF CHARLESTON 66 GEORGE STREET CHARLESTON, SC 29424	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	11,000.
<b>Total from continuation sheets</b>				<b>834,813.</b>

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DHG FOUNDATION, INC.  
FKA DIXON HUGHES GOODMAN FOUNDATION

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**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
EAST CAROLINA UNIVERSITY 1001 E 5TH STREET GREENVILLE, NC 27858	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	8,025.
EPILEPSY FOUNDATION 8301 PROFESSIONAL PL LANDOVER, MD 20785	NONE	PC	COMMUNITY IMPROVEMENT - TO SUPPORT LEADING THE FIGHT TO OVERCOME THE CHALLENGES OF LIVING WITH EPILEPSY	100.
FLORIDA STATE UNIVERSITY 821 ACADEMIC WAY #314 TALLAHASSEE, FL 32306	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	2,000.
GEORGE MASON UNIVERSITY 4400 UNIVERSITY DRIVE FAIRFAX, VA 22030	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	8,500.
GEORGIA STATE UNIVERSITY 33 GILMER STREET SE ATLANTA, GA 30303	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	2,500.
GREENVILLE CHAMBER FOUNDATION 24 CLEVELAND ST. GREENVILLE, SC 29601	NONE	PC	COMMUNITY IMPROVEMENT - TO BUILD A TRACK AND FITNESS STATION FOR MIRACLE HILL'S OVERCOMERS	1,200.
HAMPTON UNIVERSITY 100 E QUEEN STREET HAMPTON, VA 23668	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	15,000.
HIGH POINT UNIVERSITY ONE UNIVERSITY PARKWAY HIGH POINT, NC 27268	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	1,000.
JACKSON STATE UNIVERSITY 1400 JOHN R LYNCH ST JACKSON, MS 39217	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	20,000.
JAMES MADISON UNIVERSITY 800 S MAIN ST HARRISONBURG, VA 22807	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	10,000.
<b>Total from continuation sheets</b>				

DHG FOUNDATION, INC.  
FKA DIXON HUGHES GOODMAN FOUNDATION

54-1847474

**Part XV** Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LOW COUNTRY MINISTRIES C/O THE PALMETTO PROJECT 6296 RIVERS AVE. #100 NORTH CHARLESTON, SC 29406	NONE	PC	COMMUNITY IMPROVEMENT - REVEREND PINCKNEY FUND - TO SUPPORT COMMUNITY INITIATIVES WORKING TOWARD	6,645.
MARCH OF DIMES 37 VILLA ROAD, B-123 GREENVILLE, SC 29615	NONE	PC	COMMUNITY IMPROVEMENT - SPONSORHIP OF THE 2016 GREENVILLE MARCH FOR BABIES	5,000.
MARHSALL UNIVERSITY 1 JOHN MARSHALL DRIVE HUNTINGTON, WV 25755	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	26,000.
MID-SOUTH FOOD BANK 239 SOUTH DUDLEY MEMPHIS, TN 38104	NONE	PC	COMMUNITY IMPROVEMENT - SUPPORT TO PROVIDE FOOD AND HOPE TO HUNGRY CHILDREN, FAMILIES AND SENIORS	377.
MISSISSIPPI STATE UNIVERSITY PO BOX 6149 MISSISSIPPI STATE, MS 39762	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	11,200.
MONTGOMERY COUNTY FAMILY JUSTICE CENTER FOUNDATION PO BOX 10692 ROCKVILLE, MD 20849	NONE	PC	COMMUNITY IMPROVEMENT - TO SUPPORT A CENTER FOR VICTIMS AND THEIR FAMILIES AFFECTED BY DOMESTIC VIOLENCE AND	150.
NORFOLK SPCA 916 BALLENTINE BLVD NORFOLK, VA 23504	NONE	PC	COMMUNITY IMPROVEMENT - FINDING HOMELESS ANIMALS FOREVER HOMES	1,381.
NORTH CAROLINA AT&T STATE 1601 EAST MARKET STREET, SUITE 401 GREENSBORO, NC 27411	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	20,000.
NORTH CAROLINA STATE UNIVERSITY 1210 VARSITY DRIVE, SUITE 262 RALEIGH, NC 27606	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	29,900.
OLD DOMINION UNIVERSITY 5115 HAMPTON BLVD NORFOLK, VA 23529	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	2,000.
<b>Total from continuation sheets</b>				

DHG FOUNDATION, INC.  
FKA DIXON HUGHES GOODMAN FOUNDATION

54-1847474

<b>Part XV   Supplementary Information</b>				
<b>3 Grants and Contributions Paid During the Year (Continuation)</b>				
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)				
PARTNERS IN AGRICULTURE 850 S. PLEASANTBURG DRIVE, SUITE 202 GREENVILLE, SC 29607	NONE	PC	TO SUPPORT ENDING MALNUTRITION IN HAITI	1,000.
QUILTS OF VALOR FOUNDATION 3050 FIVE FORKS TRICKUM RD, PMB 430 LILBURN, GA 30047	NONE	PC	CONTRIBUTION IN MEMORY OF MICHAEL ARNOLD	2,703.
RESTORE CORPS PO BOX 11748 MEMPHIS, TN 38111	NONE	PC	COMMUNITY IMPROVEMENT - TO SUPPORT ERADICATING HUMAN TRAFFICKING BY EMPOWERING SURVIVORS,	1,736.
RONALD MCDONALD HOUSE 3312 GALLOWS ROAD FALLS CHURCH, VA 22042	NONE	PC	COMMUNITY IMPROVEMENT - TO SUPPORT KEEPING FAMILIES WITH SICK CHILDREN CLOSE TO EACH OTHER AND THE CARE AND	150.
RUSSELL MANAGEMENT RESIDENT SERVICES INC. 560 LARKIN ST SW ATLANTA, GA 30313	NONE	PC	COMMUNITY IMPROVEMENT - TO SUPPORT LOW INCOME COMMUNITIES THROUGH EDUCATION, EMPLOYMENT, AND	1,000.
SAMFORD UNIVERSITY 800 LAKESHORE DRIVE HOMEWOOD, AL 35229	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	1,000.
SECOND HARVEST FOOD BANK OF NORTHWEST NORTH CAROLINA 3655 REED STREET WINSTON-SALEM, NC 27107	NONE	PC	COMMUNITY IMPROVEMENT - TO SUPPORT REDUCING HUNGER AND MALNUTRITION IN 18 COUNTIES ACROSS	4,786.
SMASHING WALNUTS FOUNDATION, CARE OF COMMUNITY FOUNDATION PO BOX 342 LEESBURG, VA 20178	NONE	PC	COMMUNITY IMPROVEMENT - TO FUND SCIENTIFIC RESEARCH AND CLINICAL TRIALS TO CURE CHILDHOOD BRAIN CANCER	100.
THE CHILDREN'S LAW CENTER 8 WEST 3RD ST WINSTON-SALEM, NC 27101	NONE	PC	TO PROVIDE ADVOCACY FOR CHILDREN IN MATTERS OF DOMESTIC VIOLENCE, HIGH-CONFLICT CUSTODY,	2,000.
THE SALVATION ARMY OF GREENVILLE 417 RUTHERFORD STREET GREENVILLE, SC 29609	NONE	PC	COMMUNITY IMPROVEMENT - TO SUPPORT THE ANGEL TREE PROGRAM TO PROVIDE CLOTHING AND TOYS FOR CHILDREN IN	1,130.
<b>Total from continuation sheets</b>				

DHG FOUNDATION, INC.  
 FKA DIXON HUGHES GOODMAN FOUNDATION

54-1847474

**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE UNIVERSITY OF FLORIDA FOUNDATION, INC. - DIRECTOR EXCELLENCE FUND PO BOX 14425 GAINESVILLE, FL 32604	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	250.
UNITED WAY OF SOUTH HAMPTON ROADS 2515 WALMER AVE. NORFOLK, VA 23513	NONE	PC	COMMUNITY IMPROVEMENT - TO SUPPORT UWSHR'S MISSION TO BUILD A STRONGER SOUTH HAMPTON ROADS BY MOBILIZING	520.
UNITED WAY OF THE GREATER TRIANGLE 2400 PERIMETER PARK DRIVE #150 MORRISVILLE, NC 27560	NONE	PC	COMMUNITY IMPROVEMENT - TO SUPPORT IMPROVING LIVES BY MOBILIZING THE CARING POWER OF COMMUNITIES	10,000.
UNIVERSITY OF GEORGIA FOUNDATION 394 SOUTH MILLEDGE AVENUE, SUITE 100 ATHENS, GA 30602	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	37,700.
UNIVERSITY OF MARYLAND COLLEGE PARK COLLEGE PARK, MD 20742	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	10,000.
UNIVERSITY OF MISSISSIPPI PO BOX 1848 UNIVERSITY, MS 38677	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	18,000.
UNIVERSITY OF NORTH CAROLINA - CHAPEL HILL 300 KENAN CENTER DRIVE CHAPEL HILL, NC 27599	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	40,000.
UNIVERSITY OF NORTH CAROLINA - CHARLOTTE 9201 UNIVERSITY CITY BLVD CHARLOTTE, NC 28223	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	2,500.
UNIVERSITY OF NORTH CAROLINA - GREENSBORO 1400 SPRING GARDEN STREET GREENSBORO, NC 27412	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	20,000.
UNIVERSITY OF NORTH CAROLINA - WILMINGTON 601 S COLLEGE ROAD WILMINGTON, NC 28403	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	24,000.
<b>Total from continuation sheets</b>				

DHG FOUNDATION, INC.  
FKA DIXON HUGHES GOODMAN FOUNDATION

54-1847474

**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
UNIVERSITY OF RICHMOND 28 WESTHAMPTON WAY RICHMOND, VA 23173	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	500.
UNIVERSITY OF SOUTH CAROLINA 1600 HAMPTON STREET, SUITE 736 COLUMBIA, SC 29208	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	40,500.
UNIVERSITY OF TENNESSEE 600 ANDY HOLT TOWER KNOXVILLE, TN 37996	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	52,080.
UNIVERSITY OF VIRGINIA PO BOX 400314 CHARLOTTESVILLE, VA 22904	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	10,000.
VIRGINIA BEACH UNITED METHODIST CHURCH 212 NINETEENTH STREET VIRGINIA BEACH, VA 23451	NONE	PC	TO SUPPORT "CARE BY COMMUNITY" PROGRAM, AN AFTER-SCHOOL PROGRAM FOR HOMELESS AND "AT-RISK" STUDENTS	790.
VIRGINIA CHAMBER FOUNDATION 919 E MAIN STREET, SUITE 900 RICHMOND, VA 23219	NONE	PC	COMMUNITY IMPROVEMENT - TO STRENGTHEN VIRGINIA'S BUSINESS CLIMATE	15,000.
VIRGINIA EARLY CHILDHOOD FOUNDATION 1703 N. PARHAM ROAD, SUITE 110 RICHMOND, VA 23229	NONE	PC	EDUCATION - TO SUPPORT EARLY CHILDHOOD DEVELOPMENT IN PREPARATION FOR SCHOOL	5,000.
VIRGINIA FOUNDATION FOR INDEPENDENT COLLEGES 8010 RIDGE ROAD, SUITE B RICHMOND, VA 23229	NONE	PC	EDUCATION - 2016 ANNUAL SUPPORT	10,000.
VIRGINIA TECH 1030 PAMPLIN HALL BLACKSBURG, VA 24061	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	11,000.
WAKE FOREST UNIVERSITY PO BOX 7659 WINSTON-SALEM, NC 27109	NONE	PC	EDUCATION - TO SUPPORT ACCOUNTING PROGRAMS AND BUSINESS SCHOOLS	7,250.
<b>Total from continuation sheets</b>				



Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - BUSINESS CONSORTIUM FOR ARTS SUPPORT

COMMUNITY IMPROVEMENT - TO SUPPORT ARTS AND CULTURAL GROUPS IN MEETING

THE COSTS OF RUNNING THEIR ORGANIZATIONS

NAME OF RECIPIENT - EPILEPSY FOUNDATION

COMMUNITY IMPROVEMENT - TO SUPPORT LEADING THE FIGHT TO OVERCOME THE

CHALLENGES OF LIVING WITH EPILEPSY AND TO ACCELERATE THERAPIES TO STOP

SEIZURES, FIND CURES, AND SAVE LIVES

NAME OF RECIPIENT - LOW COUNTRY MINISTRIES C/O THE PALMETTO PROJECT

COMMUNITY IMPROVEMENT - REVEREND PINCKNEY FUND - TO SUPPORT COMMUNITY

INITIATIVES WORKING TOWARD SYSTEMIC CHANGE THAT CAN LEAD TO GREATER

EQUALITY AND OPPORTUNITY

NAME OF RECIPIENT - MID-SOUTH FOOD BANK

COMMUNITY IMPROVEMENT - SUPPORT TO PROVIDE FOOD AND HOPE TO HUNGRY

CHILDREN, FAMILIES AND SENIORS THROUGHOUT THE MID-SOUTH

NAME OF RECIPIENT - MONTGOMERY COUNTY FAMILY JUSTICE CENTER FOUNDATION

COMMUNITY IMPROVEMENT - TO SUPPORT A CENTER FOR VICTIMS AND THEIR

FAMILIES AFFECTED BY DOMESTIC VIOLENCE AND RELATIONSHIP ABUSE

NAME OF RECIPIENT - RESTORE CORPS

COMMUNITY IMPROVEMENT - TO SUPPORT ERADICATING HUMAN TRAFFICKING BY

EMPOWERING SURVIVORS, EQUIPPING COMMUNITIES, AND SEEKING JUSTICE

THROUGH SYSTEMIC CHANGE

NAME OF RECIPIENT - RONALD MCDONALD HOUSE

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

COMMUNITY IMPROVEMENT - TO SUPPORT KEEPING FAMILIES WITH SICK CHILDREN  
CLOSE TO EACH OTHER AND THE CARE AND RESOURCES THEY NEED

NAME OF RECIPIENT - RUSSELL MANAGEMENT RESIDENT SERVICES INC.

COMMUNITY IMPROVEMENT - TO SUPPORT LOW INCOME COMMUNITIES THROUGH  
EDUCATION, EMPLOYMENT, AND EXPOSURE

NAME OF RECIPIENT - SECOND HARVEST FOOD BANK OF NORTHWEST NORTH CAROLINA

COMMUNITY IMPROVEMENT - TO SUPPORT REDUCING HUNGER AND MALNUTRITION IN  
18 COUNTIES ACROSS NORTHWEST NORTH CAROLINA

NAME OF RECIPIENT - THE CHILDREN'S LAW CENTER

TO PROVIDE ADVOCACY FOR CHILDREN IN MATTERS OF DOMESTIC VIOLENCE,  
HIGH-CONFLICT CUSTODY, ABUSE AND NEGLECT, AND EDUCATIONAL ISSUES

NAME OF RECIPIENT - THE SALVATION ARMY OF GREENVILLE

COMMUNITY IMPROVEMENT - TO SUPPORT THE ANGEL TREE PROGRAM TO PROVIDE  
CLOTHING AND TOYS FOR CHILDREN IN NEED AT CHRISTMAS TIME

NAME OF RECIPIENT - UNITED WAY OF SOUTH HAMPTON ROADS

COMMUNITY IMPROVEMENT - TO SUPPORT UW SHR'S MISSION TO BUILD A STRONGER  
SOUTH HAMPTON ROADS BY MOBILIZING ITS COMMUNITIES TO IMPROVE PEOPLE'S  
LIVES

**Schedule B**

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No 1545-0047

**2015**

Name of the organization

DHG FOUNDATION, INC.  
FKA DIXON HUGHES GOODMAN FOUNDATION

Employer identification number

54-1847474

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

- 
- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

**Special Rules**

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ \_\_\_\_\_

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2015)

Name of organization <b>DHG FOUNDATION, INC.</b> <b>FKA DIXON HUGHES GOODMAN FOUNDATION</b>	Employer identification number <b>54-1847474</b>
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**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	DIXON HUGHES GOODMAN LLP 272 BENDIX RD. SUITE 600 VIRGINIA BEACH, VA 23452	\$ 616,194.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	DAVID WIGGINS 8405 LEGACY OAK PL ASHEVILLE, NC 28803	\$ 60,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
3	KENNETH HUGHES 12 CEDAR CHINE ASHEVILLE, NC 28803	\$ 50,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
4	MATTHEW SNOW 3130 SHILLINGTON PL CHARLOTTE, NC 28210	\$ 23,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
5	MICHAEL CRAWFORD 1787 POSGAH HIGHWAY CANDLER, NC 28715	\$ 20,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
6	DAVID DILLS 141 CUPP LANE WAYNESVILLE, NC 28786	\$ 19,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization <b>DHG FOUNDATION, INC.</b> <b>FKA DIXON HUGHES GOODMAN FOUNDATION</b>	Employer identification number <b>54-1847474</b>
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**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	TRICIA WILSON <hr/> 286 LITTLE OAK ISLAND <hr/> FOLLEY BEACH, SC 29439	\$ 12,670.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
8	TREY ACKERMAN <hr/> 2912 WICKHERSHAM RD. <hr/> CHARLOTTE, NC 28211	\$ 11,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
9	DAVID RAINEY <hr/> 303 WATER MILL RD <hr/> GREER, SC 29650	\$ 11,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
10	DENNIS VICK <hr/> 106 THORNBLADE BLVD <hr/> GREER, SC 29650	\$ 11,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
11	THOMAS HAZELWOOD <hr/> 2408 WILDCREST CT <hr/> HIGH POINT, NC 27265	\$ 10,750.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
12	THOMAS BOOTHBY <hr/> 5822 CRUTCHFIELD FAR <hr/> OAK RIDGE, NC 27310	\$ 10,625.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization <b>DHG FOUNDATION, INC.</b> <b>FKA DIXON HUGHES GOODMAN FOUNDATION</b>	Employer identification number <b>54-1847474</b>
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**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
13	SUSAN MCCRACKEN <hr/> P O BOX 426 <hr/> EASLEY, SC 29641	\$ 10,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
14	BRAD BENTON <hr/> 4364 E. BROOKHAVEN DR. <hr/> ATLANTA, GA 30319	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
15	RANDY BRODD <hr/> 4009 GARDENLAKE DR <hr/> RALEIGH, NC 27612	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
16	ROGER CLARY <hr/> 129 RIDGE RD. <hr/> BUTNER, NC 27509	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
17	GARY GREER <hr/> 1020 BARON RD. <hr/> WAXHAW, NC 28173	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
18	BRAD NEWKIRK <hr/> 1605 INDEPENDENCE RD. <hr/> GREENSBORO, NC 27408	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization <b>DHG FOUNDATION, INC.</b> <b>FKA DIXON HUGHES GOODMAN FOUNDATION</b>	Employer identification number <b>54-1847474</b>
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**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
19	JOY WIGGINS <hr/> 17 JITNEY CT. <hr/> SIMPSONVILLE, SC 29681	\$ 5,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	<hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	<hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	<hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	<hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	<hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization <b>DHG FOUNDATION, INC.</b> <b>FKA DIXON HUGHES GOODMAN FOUNDATION</b>	Employer identification number <b>54-1847474</b>
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**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	

Name of organization <b>DHG FOUNDATION, INC. FKA DIXON HUGHES GOODMAN FOUNDATION</b>	Employer identification number <b>54-1847474</b>
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**Part III** Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$ \_\_\_\_\_  
Use duplicate copies of Part III if additional space is needed.

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

FORM 990-PF	OTHER EXPENSES			STATEMENT 1
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	467.	0.		0.
TO FORM 990-PF, PG 1, LN 23	467.	0.		0.