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Return of Private Foundation

OMB No 1545-0052

2015

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2015 or tax year beginning JUL 1, 2015, and ending JUN 30, 2016

Name of foundation
HUGHES MEMORIAL HOME

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
P.O. BOX 10400

City or town, state or province, country, and ZIP or foreign postal code
DANVILLE, VA 24540

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) **\$ 9,389,842.** (Part I, column (d) must be on cash basis)

J Accounting method: ☐ Cash ☒ Accrual
☐ Other (specify) _____

A Employer identification number
54-0519574

B Telephone number
(434) 799-2412

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 ☐

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)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		26,531.	26,531.		STATEMENT 1
4 Dividends and interest from securities		150,637.	150,637.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		36,476.			
b Gross sales price for all assets on line 6a 2,128,099.					
7 Capital gain net income (from Part IV, line 2)			36,476.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		107.	107.		STATEMENT 3
12 Total. Add lines 1 through 11		213,751.	213,751.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages		62,823.	12,565.		50,258.
15 Pension plans, employee benefits		11,012.	2,202.		8,810.
16a Legal fees STMT 4		95.	0.		95.
b Accounting fees STMT 5		13,760.	6,880.		6,880.
c Other professional fees					
17 Interest					
18 Taxes STMT 6		14,286.	965.		11,932.
19 Depreciation and depletion		1,282.	0.		
20 Occupancy		5,221.	0.		5,221.
21 Travel, conferences, and meetings		898.	0.		898.
22 Printing and publications					
23 Other expenses STMT 7		79,267.	52,239.		27,028.
24 Total operating and administrative expenses. Add lines 13 through 23		188,644.	74,851.		111,122.
25 Contributions, gifts, grants paid		294,807.			370,806.
26 Total expenses and disbursements. Add lines 24 and 25		483,451.	74,851.		481,928.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-269,700.			
b Net investment income (if negative, enter -0-)			138,900.		
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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		1.	1.
	2 Savings and temporary cash investments	531,230.	301,715.	301,715.
	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	7,971.	23,762.	23,762.
	10a Investments - U.S. and state government obligations STMT 8	177,518.	102,588.	107,338.
	b Investments - corporate stock STMT 9	5,334,265.	4,961,899.	5,399,643.
	c Investments - corporate bonds STMT 10	870,088.	1,179,135.	1,197,600.
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶ 140,080.			
	Less: accumulated depreciation ▶ 15,217.	124,903.	124,863.	2,359,783.
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	7,045,975.	6,693,963.	9,389,842.
	17 Accounts payable and accrued expenses			
	18 Grants payable	242,798.	167,798.	
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 11)	12,371.	5,059.	
	23 Total liabilities (add lines 17 through 22)	255,169.	172,857.	
	Foundations that follow SFAS 117, check here ▶ ☒			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	6,790,806.	6,521,106.	
	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	6,790,806.	6,521,106.	
	31 Total liabilities and net assets/fund balances	7,045,975.	6,693,963.	

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	6,790,806.
2 Enter amount from Part I, line 27a	2	-269,700.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	6,521,106.
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	6,521,106.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES			P		
b CAPITAL GAINS DIVIDENDS					
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 2,126,273.		2,091,623.	34,650.		
b 1,826.			1,826.		
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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			34,650.		
b			1,826.		
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	36,476.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3	N/A	
If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8					

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	389,233.	9,968,369.	.039047
2013	402,426.	9,713,189.	.041431
2012	409,957.	8,763,732.	.046779
2011	515,065.	8,756,557.	.058820
2010	516,443.	10,112,825.	.051068
2 Total of line 1, column (d)			2 .237145
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 .047429
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 9,391,113.
5 Multiply line 4 by line 3			5 445,411.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,389.
7 Add lines 5 and 6			7 446,800.
8 Enter qualifying distributions from Part XII, line 4			8 481,928.
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	1,389.
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	1,389.
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	1,389.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	17,560.	
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	17,560.	
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	16,171.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax ☒ 2,000. Refunded ☒	11	14,171.	

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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c 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. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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? If "Yes," complete Part II, col. (c), and Part XV	X	
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	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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		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?	X	

Website address **WWW.HUGHESMEMORIALFOUNDATION.ORG**

14 The books are in care of **HUGHES MEMORIAL HOME** Telephone no. **434-799-2412**
 Located at **P.O. BOX 10400, DANVILLE, VA** ZIP+4 **24540**

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? **16** **Yes** **No** **X**
 See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country **▶**

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		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
LINDA B. OWENS - 7600 OLD RICHMOND ROAD, DANVILLE, VA 24540	EXECUTIVE DIRECTOR 40.00	62,823.	3,362.	7,650.

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

0

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

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

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
SEE STATEMENT 13	405,929.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2015)

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	6,723,741.
b	Average of monthly cash balances	1b	445,384.
c	Fair market value of all other assets	1c	2,365,000.
d	Total (add lines 1a, b, and c)	1d	9,534,125.
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	9,534,125.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	143,012.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,391,113.
6	Minimum investment return. Enter 5% of line 5	6	469,556.

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	469,556.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	1,389.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,389.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	468,167.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	468,167.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	468,167.

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	481,928.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	481,928.
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	1,389.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	480,539.

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				468,167.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			471,587.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 481,928.				
a Applied to 2014, but not more than line 2a			471,587.	
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				10,341.
e Remaining amount distributed out of corpus	0.			
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:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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				457,826.
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	0.			
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)

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)

- 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

[illegible]

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs

- Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

SEE STATEMENT 14

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

- c Any submission deadlines:**

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

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

Recipient	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				
ACS EDUCATION SERVICES P.O. BOX 371834 PITTSBURG, PA 15250		NC	GRANT TO PAY COLLEGE LOAN FOR DESERVING STUDENT	8,161.
APPALACHIAN STATE UNIVERSITY ASU BOX 32059 BOONE, NC 28608		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	2,250.
AVERETT UNIVERSITY 420 WEST MAIN STREET DANVILLE, VA 24541		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	12,250.
BIG BROTHERS BIG SISTERS 308 CRAGHEAD STREET, APT 104 DANVILLE, VA 24541		PUBLIC CHARITY	YMCA MEMBERSHIPS COATS, HATS, AND CULTURAL TRIP TO WASHINGTON, DC	8,596.
BOYS AND GIRLS CLUB 123 FOSTER STREET DANVILLE, VA 24541		PUBLIC CHARITY	ARTS AND SCIENCE PROGRAMS	28,234.
Total SEE CONTINUATION SHEET(S) ▶ 3a				370,806.
b Approved for future payment				
BIG BROTHERS BIG SISTERS 308 CRAGHEAD STREET, APT 104 DANVILLE, VA 24541		PUBLIC CHARITY	YMCA MEMBERSHIPS AND CULTURAL TRIPS FOR CHILDREN	5,612.
CASWELL COUNTY PARISH P.O. BOX 967 YANCEYVILLE, NC 27379		PUBLIC CHARITY	BACK PACK PROGRAM FOR STUDENTS	35,000.
DANVILLE CHURCH-BASED TUTORIAL PROGRAM 498 ARNETT BLVD DANVILLE, VA 24540		PUBLIC CHARITY	TUTORING MATERIALS AND COSTS	2,957.
Total SEE CONTINUATION SHEET(S) ▶ 3b				151,580.

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

- | | | Yes | No |
|---|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

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

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

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




Signature of officer or trustee _____ Date 10/5/16 Title **TREASURER**

May the IRS discuss this return with the preparer shown below (see instr 1)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name KATHERINE D MCDANIEL CPA	Preparer's signature <i>Katherine D. McDaniel</i> KATHERINE D MCDAN	Date 08/31/16	Check ☐ if self-employed	PTIN P00234160
	Firm's name ▶ HARRIS, HARVEY, NEAL & CO., LLP, CPA'S			Firm's EIN ▶ 54-0643136	
	Firm's address ▶ P.O. BOX 3424 DANVILLE, VA 24543-3424			Phone no. (434) 792-3220	

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
CASWELL COUNTY PARISH P.O. BOX 967 YANCEYVILLE, NC 27379		PUBLIC CHARITY	BACK PACK PROGRAM	30,000.
CAMPBELL UNIVERSITY P.O. BOX 567 BUIES CREEK, NC 27506		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	500.
CHRISTOPHER NEWPORT UNIVERSITY 1 UNIVERSITY PLACE NEWPORT NEWS, VA 23606		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	2,250.
DANVILLE CHURCH-BASED TUTORIAL PROGRAM 498 ARNETT BLVD DANVILLE, VA 24540		PUBLIC CHARITY	TUTORING MATERIALS AND COSTS	17,043.
DANVILLE COMMUNITY COLLEGE 1008 SOUTH MAIN STREET DANVILLE, VA 24541		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	4,000.
EARLHAM COLLEGE 801 NATIONAL ROAD W RICHMOND, IN 47374		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,000.
EASTERN MENNONITE UNIV 1200 PARK ROAD HARRISONBURG, VA 22802		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,000.
FERRUM COLLEGE P.O. BOX 1000 FERRUM, VA 24088		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	3,875.
FISK UNIVERSITY 1000 17TH AVE N NASHVILLE, TN 37208		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,000.
GEORGE MASON UNIVERSITY 4400 UNIVERSITY DR FAIRFAX, VA 22030		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,250.
Total from continuation sheets				311,315.

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
GOD'S STOREHOUSE 750 MEMORIAL DRIVE DANVILLE, VA 24540		PUBLIC CHARITY	GRANT FOR BACK PACK FEEDING PROGRAM FOR YOUTH	40,000.
HAMPTON UNIVERSITY 100 E. QUEEN STREET HAMPTON, VA 23668		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	3,000.
JAMES MADISON UNIVERSITY WARREN HALL, ROOM 302, MSC 3516 HARRISONBURG, VA 22807		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,375.
KIDS AND PROS P.O. BOX 2093 BUFORD, GA 30515		PUBLIC CHARITY	ASSIST WITH COST OF THREE-DAY SUMMER CAMP FOR 250 KIDS	5,000.
LEE UNIVERSITY 1120 N OCOEE STREET CLEVELAND, TN 37311		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	3,500.
LIBERTY UNIVERSITY 1971 UNIVERSITY BLVD LYNCHBURG, VA 24502		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	19,942.
LYNCHBURG COLLEGE 1501 LAKESIDE DRIVE LYNCHBURG, VA 24501		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	4,375.
MARY BALDWIN COLLEGE 101 EAST FREDERICK STREET STAUNTON, VA 24401		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,750.
NAVIENT P.O. BOX 9500 WILKES-BARRE, PA 18773		NC	GRANT TO PAY COLLEGE LOAN OF DESERVING STUDENT	3,846.
NORTH CAROLINA A&T UNIVERSITY 1601 E MARKET ST GREENSBORO, NC 27411		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	500.
Total from continuation sheets				

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
MOUNT HERMON VOL FIRE & RESCUE 200 SWANSON AVE DANVILLE, VA 24540		PUBLIC CHARITY	PEDIATRIC LIFE SUPPORT EQUIPMENT	6,000.
NC STATE UNIVERSITY 2016 HARRIS HALL RALEIGH, NC 27695		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	5,500.
NORTH GREENVILLE UNIVERSITY P.O. BOX 1892 TIGERVILLE, SC 29688		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	2,250.
OLD DOMINION UNIVERSITY ALFRED ROLLINS HALL NORFOLK, VA 23529		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	7,250.
PATRICK HENRY COMMUNITY COLLEGE P.O. BOX 5311 MARTINSVILLE, VA 24115		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,750.
PITTSYLVANIA COUNTY LITERACY PROGRAM P.O. BOX 1093 CHATHAM, VA 24531		PUBLIC CHARITY	BOOKS FOR AT-RISK CHILDREN'S READING PROJECT	489.
PURDUE UNIVERSTIY 610 PURDUE MALL WEST LAFAYETTE, IN 47907		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,250.
RADFORD UNIVERSITY EAST MAIN STREET RADFORD, VA 24142		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	7,750.
RAINBOW EDUCATIONAL CHILDCARE CENTER 573 FIRETOWER ROAD YANCEYVILLE, NC 27379		PUBLIC CHARITY	SMARTBOARDS AND CULTURAL CLASSES	8,644.
RANDOLPH MACON COLLEGE 114 COLLEGE AVENUE ASHLAND, VA 23005		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,500.
Total from continuation sheets				

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
ST. MARY'S COLLEGE 141 LEMANS HALL NOTRE DAME, IN 46556		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	500.
U.S. DEPARTMENT OF EDUCATION P. O. BOX 740283 ATLANTA, GA 30374		GOV	GRANT TO DESERVING STUDENT TO PAY STUDENT LOAN	7,992.
UNC WILMINGTON 601 S COLLEGE ROAD WILMINGTON, NC 28403		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	500.
UNIVERSITY OF VIRGINIA P.O. BOX 400204 CHARLOTTESVILLE, VA 22904		EDUCATIONAL	SCHOLARSHIP TO DESERVING STUDENT	12,375.
VIRGINIA COMMONWEALTH UNIVERSITY 827 W FRANKLIN ST RM 123 RICHMOND, VA 23284		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,250.
VIRGINIA MILITARY INSTITUTE 306 CARROLL HALL LEXINGTON, VA 24450		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	2,250.
VIRGINIA POLYTECHNIC INSTITUTE & STATE UNIVERSITY 150 STUDENT SERVICE BUILDING BLACKSBURG, VA 24061		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	10,500.
WEST VIRGINIA UNIVERSITY 62 MORRILL WAY 2ND FLOOR EVANSDALE CROSSING MORGANTOWN, WV 26506		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,250.
YMCA OF DANVILLE 215 RIVERSIDE DRIVE DANVILLE, VA 24540		PUBLIC CHARITY	RIVER CITY DREAMS BASKETBALL SUMMER PROGRAM FOR LOW INCOME AND AT RISK YOUTH	15,000.
YMCA OF MARTINSVILLE VIRGINIA 3 STARLING AVENUE MARTINSVILLE, VA 24112		PUBLIC CHARITY	RENOVATIONS CHILD CARE CENTER	51,182.
Total from continuation sheets				

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
BENNETT COLLEGE 900 E WASHINGTON ST GREENSBORO, NC 27401		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,000.
DANVILLE MUSEUM OF FINE ARTS AND HISTORY 975 MAIN STREET DANVILLE, VA 24541		PUBLIC CHARITY	ART AND STEAM CLASSES	15,427.
EMORY & HENRY COLLEGE P.O. BOX 947 EMORY, VA 24327		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,000.
HAMPDEN SYDNEY COLLEGE P.O. BOX 726 HAMPDEN-SYDNEY, VA 23943		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	3,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (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
GOD'S PIT CREW 2499 N MAIN STREET DANVILLE, VA 24540		PUBLIC CHARITY	FOOD AND HYGIENE ITEMS FOR CHILDREN IN DISASTER AREAS	15,000.
HABITAT FOR HUMANITY 2805 RIVERSIDE DRIVE DANVILLE, VA 24540		PUBLIC CHARITY	CONSTRUCTION COST FOR FAMILY HOME WITH TWO CHILDREN	12,000.
APPALACHIAN STATE UNIVERSITY ASU BOX 32059 BOONE, NC 28608		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,250.
AVERETT UNIVERSITY 420 WEST MAIN STREET DANVILLE, VA 24541		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	8,500.
CAMPBELL UNIVERSITY P.O. BOX 567 BUIES CREEK, NC 27506		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	500.
CHRISTOPHER NEWPORT UNIVERSITY 1 UNIVERSITY PLACE NEWPORT NEWS, VA 23606		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,250.
DANVILLE COMMUNITY COLLEGE 1008 SOUTH MAIN STREET DANVILLE, VA 24541		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	5,500.
EARLHAM COLLEGE 801 NATIONAL ROAD W RICHMOND, IN 47374		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,000.
EASTERN MENNONITE UNIV 1200 PARK ROAD HARRISONBURG, VA 22805		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,000.
FERRUM COLLEGE P.O. BOX 1000 FERRUM, VA 24088		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	2,500.
Total from continuation sheets				108,011.

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (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
FISK UNIVERSITY 1000 17TH AVE N. NASHVILLE, TN 37208		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,000.
GEORGE MASON UNIVERSITY 4400 UNIVERSITY DR FAIRFAX, VA 22030		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,250.
HAMPDEN SYDNEY UNIVERSITY P.O. BOX 726 HAMPDEN-SYDNEY, VA 23943		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	2,500.
HAMPTON UNIVERSITY 100 E. QUEEN STREET HAMPTON, VA 23668		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,750.
JAMES MADISON UNIVERSITY ROOM 302, MSC 3516 HARRISONBURG, VA 22807		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	500.
LEE UNIVERSITY 1120 NORTH OCOEE STREET CLEVELAND, TN 37311		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	2,000.
LIBERTY UNIVERSITY 1971 UNIVERSITY BLVD LYNCHBURG, VA 24502		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	10,250.
LYNCHBURG COLLEGE 1501 LAKESIDE DRIVE LYNCHBURG, VA 24501		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	2,250.
MARY BALDWIN COLLEGE P.O. BOX 1500 STAUNTON, VA 24402		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,250.
NC A&T STATE UNIVERSITY 1601 E MARKET ST GREENSBORO, NC 27411		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (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
NORTH CAROLINA STATE UNIVERSITY 2016 HARRIS HALL, BOX 7302 RALEIGH, NC 27695		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	3,500.
NORTH GREENVILLE UNIVERSITY P.O. BOX 1892 TIGERVILLE, SC 29688		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,250.
OLD DOMINION UNIVERSITY ALFRED ROLLINS HALL NORFOLK, VA 23529		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	3,250.
PATRICK HENRY COMMUNITY COLLEGE 645 PATRIOT AVENUE MARTINSVILLE, VA 24112		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,250.
PITTSYLVANIA COUNTY LITERACY PROGRAM P.O. BOX 1093 CHATHAM, VA 24531		PUBLIC CHARITY	BOOKS FOR AT-RISK CHILDREN'S READING PROJECT	1,011.
PURDUE UNIVERSTIY 610 PURDUE MALL WEST LAFAYETTE, IN 47907		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,250.
RADFORD UNIVERSITY P.O. BOX 6905 RADFORD, VA 24142		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	4,250.
RANDOLPH MACON COLLEGE 114 COLLEGE AVENUE ASHLAND, VA 23005		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	750.
ST. MARY'S COLLEGE 141 LEMANS HALL NOTRE DAME, IN 46556		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	500.
UNC WILMINGTON 601 S COLLEGE ROAD WILMINGTON, NC 28403		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (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 VIRGINIA P.O. BOX 400204 CHARLOTTESVILLE, VA 22904		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	9,250.
VIRGINIA POLYTECHNIC INSTITUTE & STATE UNIVERSITY 150 STUDENT SERVICES BLDG BLACKSBURG, VA 24061		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	5,750.
VIRGINIA COMMONWEALTH UNIVERSITY 827 W FRANKLIN ST RM 123 RICHMOND, VA 23284		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,250.
VIRGINIA MILITARY INSTITUTE 306 CARROLL HALL LEXINGTON, VA 24450		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,250.
WEST VIRGINIA UNIVERSITY 62 MORRILL WAY 2ND FLOOR EVANSDALE CROSSING MORGANTOWN, WV 26506		EDUCATIONAL	EDUCATIONAL SCHOLARSHIPS TO DESERVING STUDENTS	1,250.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
ACCRUED INTEREST	425.	425.	
AMBRO & COMPANY	7,586.	7,586.	
BANK OF AMERICA	4.	4.	
DAVENPORT & COMPANY	11,592.	11,592.	
DAVENPORT (FLIPPEN BRUCE)	6,924.	6,924.	
TOTAL TO PART I, LINE 3	26,531.	26,531.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
AMBRO & COMPANY	33,400.	0.	33,400.	33,400.	
CAPITAL GAIN					
DIVIDENDS	1,826.	1,826.	0.	0.	
DAVENPORT & COMPANY	40,245.	0.	40,245.	40,245.	
DAVENPORT (FLIPPEN BRUCE)	76,992.	0.	76,992.	76,992.	
TO PART I, LINE 4	152,463.	1,826.	150,637.	150,637.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
SECURITIES LITIGATION SETTLEMENTS	107.	107.	
TOTAL TO FORM 990-PF, PART I, LINE 11	107.	107.	

FORM 990-PF	LEGAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	95.	0.		95.
TO FM 990-PF, PG 1, LN 16A	95.	0.		95.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	13,760.	6,880.		6,880.
TO FORM 990-PF, PG 1, LN 16B	13,760.	6,880.		6,880.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROPERTY TAXES	7,541.	0.		7,541.
TAX ON NET INVESTMENT INCOME	1,389.	0.		0.
PAYROLL TAXES	4,391.	0.		4,391.
FOREIGN TAX WITHHELD FROM DIVIDENDS	965.	965.		0.
TO FORM 990-PF, PG 1, LN 18	14,286.	965.		11,932.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSES	49,810.	49,810.		0.
OFFICE	5,406.	2,162.		3,244.
POSTAGE	421.	0.		421.
TELEPHONE	1,944.	0.		1,944.
PROMOTIONAL	1,328.	0.		1,328.
INSURANCE	11,331.	0.		11,331.
ADVERTISING	1,280.	0.		1,280.
MEETING EXPENSE	1,335.	267.		1,068.
DUES	3,334.	0.		3,334.
REPAIRS & MAINTENANCE	2,054.	0.		2,054.
EQUIPMENT LEASING	1,024.	0.		1,024.
TO FORM 990-PF, PG 1, LN 23	79,267.	52,239.		27,028.

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
		X	102,588.	107,338.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			102,588.	107,338.
TOTAL TO FORM 990-PF, PART II, LINE 10A			102,588.	107,338.

FORM 990-PF

CORPORATE STOCK

STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
	4,961,899.	5,399,643.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,961,899.	5,399,643.

FORM 990-PF	CORPORATE BONDS	STATEMENT 10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
	1,179,135.	1,197,600.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,179,135.	1,197,600.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 11
DESCRIPTION	BOY AMOUNT	EOY AMOUNT
ACCRUED COMPENSATED ABSENCES	4,251.	5,059.
EXCISE TAX PAYABLE	8,120.	0.
TOTAL TO FORM 990-PF, PART II, LINE 22	12,371.	5,059.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 12
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
BRENNA TAKATA 5008 COBBLESTONE DRIVE DANVILLE, VA 24540	PRESIDENT 5.00	0.	0.	0.
JAY I. HAYES, JR. 245 LINDEN DRIVE DANVILLE, VA 24541	VICE PRESIDENT 4.00	0.	0.	0.
KELVIN PERRY 600 SAINT JOHNS CR. MARTINSVILLE, VA 24112	TREASURER 4.00	0.	0.	0.
BECKY MEDEMA 53 OLD FARM ROAD DANVILLE, VA 24541	SECRETARY 4.00	0.	0.	0.
JOHN COLLINS 20 HARGRAVE BLVD. CHATHAM, VA 24531	TRUSTEE 1.00	0.	0.	0.

HUGHES MEMORIAL HOME

54-0519574

DR. CONNIE FLETCHER 108 HOLBROOK STREET, SUITE 203 DANVILLE, VA 24541	TRUSTEE 1.00	0.	0.	0.
GWEN EDWARDS 133 N. DAVIS DRIVE DANVILLE, VA 24540	TRUSTEE 1.00	0.	0.	0.
RODNEY REYNOLDS 5013 COBBLESTONE DRIVE DANVILLE, VA 24540	TRUSTEE 1.00	0.	0.	0.
RAY BEALE, JR. 129 WESTMORELAND COURT DANVILLE, VA 24541	TRUSTEE 1.00	0.	0.	0.
NICK ARGYRAKIS 215 BENT CREEK COURT DANVILLE, VA 24540	TRUSTEE 1.00	0.	0.	0.
GARY COTTA 512 WESTOVER DRIVE DANVILLE, VA 24540	TRUSTEE 1.00	0.	0.	0.
HARRY J. JOHNSON 304 KENNON DRIVE DANVILLE, VA 24540	TRUSTEE 1.00	0.	0.	0.
KENT SHELTON 201 CATHY DRIVE DANVILLE, VA 24540	TRUSTEE 1.00	0.	0.	0.
DAVE ZOOK 417 BRIDGE STREET DANVILLE, VA 24541	TRUSTEE 1.00	0.	0.	0.
GAYLE BREAKLEY 103 COPPER COURT DANVILLE, VA 24540	TRUSTEE 1.00	0.	0.	0.
KIM CLIFTON 1006 BRANDON COURT DANVILLE, VA 24540	TRUSTEE 1.00	0.	0.	0.
LINDA COPELAND 224 ROBIN DRIVE DANVILLE, VA 24541	TRUSTEE 1.00	0.	0.	0.
MARK MOORE 166 SUGAR CREEK COURT DANVILLE, VA 24541	TRUSTEE 1.00	0.	0.	0.

HUGHES MEMORIAL HOME

54-0519574

BOB NEWNAM 300 SHOREHAM DRIVE DANVILLE, VA 24541	TRUSTEE 1.00	0.	0.	0.
JOHN PARRIS 133 CANTERBURY ROAD DANVILLE, VA 24541	TRUSTEE 1.00	0.	0.	0.
ALLEN THOMPSON 937 MAIN STREET DANVILLE, VA 24541	TRUSTEE 1.00	0.	0.	0.
EDDIE BLOUNT 508 OXFORD PLACE DANVILLE, VA 24541	TRUSTEE 1.00	0.	0.	0.
DICK STOAKLEY 429 HAWTHORNE DRIVE DANVILLE, VA 24541	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		<u>0.</u>	<u>0.</u>	<u>0.</u>

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT	13
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ACTIVITY ONE

GRANT PROGRAM PROVIDES GRANTS AND COLLEGE SCHOLARSHIPS TO VARIOUS PUBLIC CHARITIES AND EDUCATIONAL INSTITUTIONS WHICH SPECIFICALLY PROVIDE EDUCATION, CARE, TRAINING AND NUTURING TO NEEDY AND/OR AT-RISK CHILDREN.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

405,929.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 14

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

LINDA B. OWENS
223 RIVERVIEW DRIVE, SUITE I
DANVILLE, VA 24541

TELEPHONE NUMBER

(434) 799-2412

FORM AND CONTENT OF APPLICATIONS

AN INITIAL LETTER OF REQUEST IS SUBMITTED TO THE EXECUTIVE DIRECTOR. ONCE THE TYPE OF REQUEST IS DETERMINED, THE APPLICANT IS SENT A PACKET WITH APPROPRIATE FORMS TO FILL OUT FOR THE REQUEST (GRANT, SCHOLARSHIP, ETC.) INFORMATION REGARDING GRANT APPLICATIONS IS AVAILABLE ON-LINE AT THE FOUNDATION'S WEBSITE WWW.HUGHESMEMORIALFOUNDATION.ORG. APPLICATIONS MAY ALSO BE SUBMITTED USING THE ORGANIZATION'S WEBSITE.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

AWARDS ARE GRANTED ONLY IF THE FUNDS WILL BE USED TO BENEFIT NEEDY OR AT-RISK CHILDREN.

Tax Asset Detail 7/01/15 - 6/30/16

FYE: 6/30/2016

Asset	t	Property Description	Date In Service	Tax Cost	Sec 179 Exp Current = c	Tax Bonus Amt	Tax Prior Depreciation	Tax Current Depreciation	Tax End Depr	Tax Net Book Value	Tax Method	Tax Period
Group: 000-1511 LAND												
3		LAND	1/01/50	18,401.70	0.00	0.00	0.00	0.00	0.00	18,401.70	Land	0.00
4		LAND (LOTS 40.41 TINSLEY)	1/01/84	1,761.00	0.00	0.00	0.00	0.00	0.00	1,761.00	Land	0.00
8		LAND IMPROVEMENTS - BLDG	9/10/08	40,900.00	0.00	0.00	0.00	0.00	0.00	40,900.00	Land	0.00
000-1511 LAND												
				61,062.70	0.00c	0.00	0.00	0.00	0.00	61,062.70		
Group: 000-1527 OFFICE EQUIPMENT												
5		COMPUTER	2/21/07	1,929.12	0.00	0.00	1,929.12	0.00	1,929.12	0.00	S/L	5.00
7		SOFTWARE	3/06/09	3,696.00	0.00	0.00	3,696.00	0.00	3,696.00	0.00	Amort	3.00
9		WEBSITE DEVELOPMENT	4/10/10	3,155.16	0.00	1,577.58	3,155.16	0.00	3,155.16	0.00	Amort	3.00
10		DELL LAPTOP COMPUTER	1/23/11	1,891.06	0.00	0.00	1,670.43	220.63	1,891.06	0.00	S/L	5.00
11		KONICA MINOLTA COPIER	7/22/10	1,195.00	0.00	0.00	1,175.08	19.92	1,195.00	0.00	S/L	5.00
12		OFFICE TABLE	2/07/12	200.00	0.00	0.00	97.61	28.57	126.18	73.82	S/L	7.00
13		SHREDDER	2/21/12	249.99	0.00	0.00	166.67	50.00	216.67	33.32	S/L	5.00
14		WINDOW TREATMENTS	6/19/12	500.00	0.00	0.00	214.29	71.43	285.72	214.28	S/L	7.00
16		EXECUTIVE DESK	7/01/12	1,500.00	0.00	0.00	642.87	214.29	857.16	642.84	S/L	7.00
17		END TABLE/COFFEE TABLE	7/01/12	300.00	0.00	0.00	128.58	42.86	171.44	128.56	S/L	7.00
18		DESK SIDE CHAIR	7/01/12	150.00	0.00	0.00	64.29	21.43	85.72	64.28	S/L	7.00
19		SINGLE CHAIR	7/01/12	100.00	0.00	0.00	42.87	14.29	57.16	42.84	S/L	7.00
20		LOUVER ROOM DIVIDERS	7/01/12	150.00	0.00	0.00	64.29	21.43	85.72	64.28	S/L	7.00
21		LAMP	7/01/12	75.00	0.00	0.00	32.13	10.71	42.84	32.16	S/L	7.00
22		STORAGE SHELVES	7/01/12	150.00	0.00	0.00	64.29	21.43	85.72	64.28	S/L	7.00
23		SMALL REFRIGERATOR	7/01/12	200.00	0.00	0.00	85.71	28.57	114.28	85.72	S/L	7.00
24		COFFEE MAKER	7/01/12	100.00	0.00	0.00	42.87	14.29	57.16	42.84	S/L	7.00
25		BOARD ROOM CHAIRS	7/05/12	482.62	0.00	0.00	206.85	68.95	275.80	206.82	S/L	7.00
26		SHELVING UNIT	3/25/13	738.30	0.00	0.00	237.31	105.47	342.78	395.52	S/L	7.00
27		HP 7520 PRINTER/SCANNER	10/30/13	248.56	0.00	0.00	82.85	49.71	132.56	116.00	S/L	5.00
28		SAFCO ROLLING FILE CABINET	12/18/13	336.59	0.00	0.00	72.12	48.08	120.20	216.39	S/L	7.00
29		LIGHTING IN OFFICES	12/30/14	1,900.00	0.00	0.00	63.33	126.67	190.00	1,710.00	S/L	15.00
30		MICROSOFT SURFACE	2/03/16	1,241.41	0.00c	0.00	0.00	103.45	103.45	1,137.96	S/L	5.00
000-1527 OFFICE EQUIPMENT												
				20,488.81	0.00c	1,577.58	13,934.72	1,282.18	15,216.90	5,271.91		
Group: 000-1537 LAND IMPROVEMENT												
1		LAND IMPROVEMENTS	1/12/06	38,854.94	0.00	0.00	0.00	0.00	0.00	38,854.94	Land	0.00
6		NEW ROAD	7/26/07	19,673.13	0.00	0.00	0.00	0.00	0.00	19,673.13	Land	0.00
000-1537 LAND IMPROVEMENT												
				58,528.07	0.00c	0.00	0.00	0.00	0.00	58,528.07		
Grand Total												
				140,079.58	0.00c	1,577.58	13,934.72	1,282.18	15,216.90	124,862.68		