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## 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](http://www.irs.gov/form990pf).

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation

DENTON FAMILY CHARITABLE FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address)

PO BOX 632

Room/suite

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

HARRISONBURG, VA 22803

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)

J Accounting method:

☐ Cash☐ Accrual☒ Other (specify) **MODIFIED CASH**

&gt;\$ 1,652,975. (Part I, column (d) must be on cash basis)

## 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	518.			
2 Check <input checked="" 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	36,806.	36,806.	36,806.	STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	188.			
b Gross sales price for all assets on line 6a	128,374.			
7 Capital gain net income (from Part IV, line 2)		188.		
8 Net short-term capital gain			N/A	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	30,824.	0.	30,824.	STATEMENT 2
12 Total. Add lines 1 through 11	68,336.	36,994.	67,630.	
13 Compensation of officers, directors, trustees, etc.	37,000.	0.	0.	37,000.
14 Other employee salaries and wages				
15 Pension plans, employee benefits	15,197.	0.	0.	15,197.
16a Legal fees				
b Accounting fees	8,165.	0.	0.	8,165.
c Other professional fees				
17 Interest				
18 Taxes	3,579.	0.	0.	3,579.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses	14,006.	0.	0.	14,006.
24 Total operating and administrative expenses. Add lines 13 through 23	77,947.	0.	0.	77,947.
25 Contributions, gifts, grants paid	40,104.			40,104.
26 Total expenses and disbursements. Add lines 24 and 25	118,051.	0.	0.	118,051.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-49,715.			
b Net investment income (if negative, enter -0-)		36,994.		
c Adjusted net income (if negative, enter -0-)			67,630.	

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Part II Balance Sheets		Beginning of year	End of year	
Attached schedules and amounts in the description column should be for end-of-year amounts only		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	62,321.	7,028.	7,028.
	2 Savings and temporary cash investments			
	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 STMT 7	76,730.	86,310.	86,310.
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 8		1,466,930.	1,558,941.	1,558,941.
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ STATEMENT 9 )		0.	696.	696.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		1,605,981.	1,652,975.	1,652,975.
17 Accounts payable and accrued expenses		383.	497.	
18 Grants payable				
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 ▶ )			
23 Total liabilities (add lines 17 through 22)	383.	497.		
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	1,605,598.	1,652,478.	
	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	1,605,598.	1,652,478.		
31 Total liabilities and net assets/fund balances	1,605,981.	1,652,975.		

## 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	1,605,598.
2 Enter amount from Part I, line 27a	2	-49,715.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	96,595.
4 Add lines 1, 2, and 3	4	1,652,478.
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	1,652,478.

**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 PIMCO PAC INVT MGM	P	01/04/16	01/08/16
b JP MORGAN TR I GRWTH ADV	P	12/31/15	09/14/16
c TEMPLETON GLOBAL BOND FUND	P	VARIOUS	09/14/16
d PIMCO INVEST GRADE CORP	P	05/16/13	10/24/16
e CAPITAL GAINS DIVIDENDS			

(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 28,200.		28,207.	-7.
b 25,000.		25,303.	-303.
c 49,709.		60,790.	-11,081.
d 12,993.		13,886.	-893.
e 12,472.			12,472.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			-7.
b			-303.
c			-11,081.
d			-893.
e			12,472.

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	188.
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	-310.

**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))
2015	99,138.	1,427,731.	.069437
2014	104,569.	1,373,298.	.076144
2013	103,442.	1,298,121.	.079686
2012	78,806.	1,297,834.	.060721
2011	84,114.	1,244,739.	.067576

2 Total of line 1, column (d)	2	.353564
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	.070713
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	1,608,813.
5 Multiply line 4 by line 3	5	113,764.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	370.
7 Add lines 5 and 6	7	114,134.
8 Enter qualifying distributions from Part XII, line 4	8	118,051.

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	1	370.
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	2	0.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).	3	370.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
3	Add lines 1 and 2	5	370.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	6a	696.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	6b	
6	Credits/Payments:	6c	
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6d	
b	Exempt foreign organizations - tax withheld at source	7	696.
c	Tax paid with application for extension of time to file (Form 8868)	8	
d	Backup withholding erroneously withheld	9	
7	Total credits and payments. Add lines 6a through 6d	10	326.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	11	0.
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>		
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>		
11	Enter the amount of line 10 to be: <b>Credited to 2017 estimated tax</b> <b>326.</b> <b>Refunded</b>		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
d		
e		
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

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?

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.

1c Did the foundation file Form 1120-POL for this year?

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

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

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

4b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  
If "Yes," attach the statement required by General Instruction T.

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:  
• By language in the governing instrument, or  
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV

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

8b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV

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

**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 ► <u>WWW.DENTONFAMILYFOUNDATION.NET</u>	X	
14 The books are in care of ► <u>LINDA DENTON</u> Telephone no. ► <u>540-487-9501</u> Located at ► <u>PO BOX 65, PENN LAIRD, VA</u> ZIP+4 ► <u>22846</u>		
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 2016, 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

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?	<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	
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 2016?		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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
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 2016 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 2016)	N/A	
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 2016?		X

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**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 10		37,000.	15,197.	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

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**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 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	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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**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	1,610,396.
b	Average of monthly cash balances	1b	22,917.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	1,633,313.
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	1,633,313.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	24,500.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,608,813.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	80,441.

**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	80,441.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	370.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	370.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	80,071.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	80,071.
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	80,071.

**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	118,051.
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	118,051.
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	370.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	117,681.

**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.

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**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
<b>1</b> Distributable amount for 2016 from Part XI, line 7				80,071.
<b>2</b> Undistributed income, if any, as of the end of 2016				
<b>a</b> Enter amount for 2015 only			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2016:				
<b>a</b> From 2011	23,371.			
<b>b</b> From 2012	16,159.			
<b>c</b> From 2013	40,990.			
<b>d</b> From 2014	36,862.			
<b>e</b> From 2015	29,139.			
<b>f</b> Total of lines 3a through e	146,521.			
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4: ► \$	118,051.			
<b>a</b> Applied to 2015, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2016 distributable amount				80,071.
<b>e</b> Remaining amount distributed out of corpus	37,980.			
<b>5</b> Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:	184,501.			
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0.
<b>7</b> 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.			
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7	23,371.			
<b>9</b> Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	161,130.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2012	16,159.			
<b>b</b> Excess from 2013	40,990.			
<b>c</b> Excess from 2014	36,862.			
<b>d</b> Excess from 2015	29,139.			
<b>e</b> Excess from 2016	37,980.			

N/A

☐ 4942(1)(3) or ☐ 4942(1)(5)

(4) Gross investment income

[illegible]

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

**Part XVI** 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>				
ALS ASSOCIATION 1275 K STREET NW WASHINGTON, DC 20005		PC	MEDICAL RESEARCH AND ASSISTANCE	250.
ARTS COUNCIL OF THE VALLEY 311 S MAIN ST HARRISONBURG, VA 22803		PC	PROMOTION OF THE ARTS IN THE SHENANDOAH VALLEY	100.
BLUE RIDGE AREA FOOD BANK PO BOX 937 VERONA, VA 24482		PC	FOOD BANK	4,500.
BOY SCOUTS OF AMERICA 801 HOPEMAN PARKWAY WAYNESBORO, VA 22980		PC	YOUTH ORGANIZATION	250.
BROADWAY RESCUE SQUAD 525 S MAIN ST BROADWAY, VA 22815		PC	VOLUNTEER RESCUE SQUAD	100.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>40,104.</b>
<b>b Approved for future payment</b>				
<b>NONE</b>				
<b>Total</b>				<b>0.</b>

## Part XVI-A

## Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
<b>1</b> Program service revenue:						
<b>a</b> _____						
<b>b</b> _____						
<b>c</b> _____						
<b>d</b> _____						
<b>e</b> _____						
<b>f</b> _____						
<b>g</b> Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments						
<b>3</b> Interest on savings and temporary cash investments						
<b>4</b> Dividends and interest from securities			14	36,806.		
<b>5</b> Net rental income or (loss) from real estate:						
<b>a</b> Debt-financed property						
<b>b</b> Not debt-financed property						
<b>6</b> Net rental income or (loss) from personal property						
<b>7</b> Other investment income						
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	188.		
<b>9</b> Net income or (loss) from special events			02	30,824.		
<b>10</b> Gross profit or (loss) from sales of inventory						
<b>11</b> Other revenue:						
<b>a</b> _____						
<b>b</b> _____						
<b>c</b> _____						
<b>d</b> _____						
<b>e</b> _____						
<b>12</b> Subtotal. Add columns (b), (d), and (e)		0.		67,818.		0.
<b>13</b> Total. Add line 12, columns (b), (d), and (e)						67,818.

(See worksheet in line 13 instructions to verify calculations.)

**Part XVI-B**

### Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

**Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

		Yes	No
<b>1</b>	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?		
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash		X
	(2) Other assets		X
<b>b</b>	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
<b>d</b>	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 \_\_\_\_\_

Title

PRESIDENT

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

RICHARD H. YANCEY,  
CPA

Preparer's signature

RICHARD H. YANCEY

Date \_\_\_\_\_

5/3/17

Check ☐  
self-employed

PTIN
------

P00393042

Firm's name ► **YANCEY, BOWMAN & HELSLEY CPAS**

Firm's EIN ▶ 54-1989338

Firm's address ► 590 NEFF AVENUE, SUITE 3000  
HARRISONBURG, VA 22801

Phone no. 540.433.3777

Form **990-PF** (2016)

**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
BROTHERS OF THE ROUNDTABLE-SHRINERS HOPSITALS 114 SOUTH MAIN ST HARRISONBURG, VA 22801		PC	NOT FOR PROFIT HOSPITAL	200.
COLLINS CENTER 217 SOUTH LIBERTY STREET HARRISONBURG, VA 22801		PC	SEXUAL VIOLENCE AWARENESS AND PREVENTION	1,000.
EXPLORE MORE DISCOVERY MUSEUM 150 SOUTH MAIN STREET HARRISONBURG, VA 22801		PC	MUSEUM FOR CHILDREN	170.
FAITH MISSION HOME 3540 MISSION HOME LANE FREE UNION, VA 22940		PC	ASSISTANCE TO HANDICAPPED INDIVIDUALS	500.
FINE EARTH CHARITY FUND 1126 NORTH MAIN STREET HARRISONBURG, VA 22802		PC	COMMUNITY CHARITY CLEARINGHOUSE	1,000.
FIRST TEE PROGRAM 690 GARBERS CHURCH RD HARRISONBURG, VA 22801		PC	YOUTH GOLF PROGRAM	50.
HARRISONBURG DOWNTOWN RENAISSANCE 212 SOUTH MAIN ST HARRISONBURG, VA 22801		PC	PROVIDES MONEY FOR DOWNTOWN RENAISSANCE FOR REVITALIZATION SPONSORSHIP-	2,000.
HARRISONBURG EDUCATION FUND 205 S MAIN ST HARRISONBURG, VA 22801		PC	EDUCATION	100.
HARRISONBURG RESCUE SQUAD 1700 RESERVOIR ST HARRISONBURG, VA 22801		PC	VOLUNTEER RESCUE SQUAD	2,000.
HARRISONBURG ROCKINGHAM CHILD DAY CARE CENTER 281 EAST MARKET STREET HARRISONBURG, VA 22801		PC	AFFORDABLE CHILD CARE	100.
<b>Total from continuation sheets</b>				<b>34,904.</b>

**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
HARRISONBURG ROCKINGHAM SOCIAL SERVICES DISTRICT PO BOX 809 HARRISONBURG, VA 22803		PC	WELFARE FOR ELDERLY AND DISABLED	1,000.
HARRISONBURG-ROCKINGHAM FREE CLINIC 25 WEST WATER STREET HARRISONBURG, VA 22801		PC	PROVIDE AFFORDABLE, SUSTAINABLE HEALTH CARE SERVICES FOR LOW INCOME AND UNINSURED ADULTS	1,000.
HOSE COMPANY NO. 4 210 E ROCK STREET HARRISONBURG, VA 22802		PC	VOLUNTEER FIRE DEPARTMENT	1,000.
MASSANUTTEN PRESBYTERIAN CHURCH 50 INDIAN TRAIL ROAD PENN LAIRD, VA 22846		PC	CHURCH	50.
MASSANUTTON CHAPTER NSDAR FRIENDSHIP DRIVE HARRISONBURG, VA 22802		PC	PROMOTION OF CIVIC AND PATRIOTIC ACTIVITIES	100.
MT. TABOR UNITED METHODIST CHURCH 8335 NORTH VALLEY PIKE ROCKINGHAM, VA 22802		PC	CHURCH	100.
MULHENBERG LUTHERAN CHURCH 281 EAST MARKET ST HARRISONBURG, VA 22801		PC	CHURCH	100.
NATIONAL PARKINSON'S FOUNDATION 200 SE 1ST ST MIAMI, FL 33131		PC	PARKINSON DISEASE RESEARCH	50.
NCGAHEYSVILLE VOLUNTEER FIRE DEPARTMENT 80 STOVER DRIVE MCGAHEYSVILLE, VA 22840		PC	VOLUNTEER FIRE DEPARTMENT	100.
NEW CREATION 3501 S MAIN ST HARRISONBURG, VA 22801		PC	COMBAT HUMAN TRAFFICKING	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
OASIS FINE ARTS & CRAFTS 103 S MAIN ST HARRISONBURG, VA 22801		PC	PROMOTES LOCAL ARTISANS	1,000.
ON THE ROAD COLLABORATIVE PO BOX 1393 HARRISONBURG, VA 22803		PC	YOUTH WELFARE	20,039.
PROJECT HEALING WATERS PO BOX 695 LA PLATA, MD 20646		PC	PROVIDE ASSISTANCE TO DISABLED VETERANS	120.
ROBERTA WEBB CHILD CARE CENTER 100 MOUNT CLINTON PIKE HARRISONBURG, VA 22802		PC	AFFORDABLE CHILD CARE	250.
SENTARA RMH HAHN CANCER CENTER 2010 HEALTH CENTER CAMPUS DRIVE HARRISONBURG, VA 22801		PC	NOT FOR PROFIT HOSPITAL	100.
SPCA 2170 OLD FURNACE ROAD HARRISONBURG, VA 22803		PC	ANIMAL WELFARE	25.
ST. STEPHENS U.C.C. 358 SOUTH MAIN HARRISONBURG, VA 22801		PC	CHURCH	500.
STILL MEADOWS ENRICHMENT CENTER & CAMP 11912 HOLLAR SCHOOL ROAD LINVILLE, VA 22834		PC	NONPROFIT CAMP FOR THE DISABLED	100.
SUNNYSIDE 3935 SUNNYSIDE DRIVE HARRISONBURG, VA 22801		PC	ASSISTED LIVING FACILITY	50.
THE ARC OF HARRISONBURG AND ROCKINGHAM COUNTY 620 SIMMS AVE HARRISONBURG, VA 22802		PC	SUPPORTS PEOPLE WITH DISABILITIES	1,000.
Total from continuation sheets				

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

**Total from continuation sheets**

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
WELLS FARGO SECURITIES	49,278.	12,472.	36,806.	36,806.	36,806.
TO PART I, LINE 4	49,278.	12,472.	36,806.	36,806.	36,806.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
GROSS INCOME FROM SPECIAL FUNDRAISING EVENTS	30,824.	0.	30,824.
TOTAL TO FORM 990-PF, PART I, LINE 11	30,824.	0.	30,824.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	8,165.	0.	0.	8,165.
TO FORM 990-PF, PG 1, LN 16B	8,165.	0.	0.	8,165.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INCOME TAX 990-PF	694.	0.	0.	694.
OTHER TAXES & LICENSES	54.	0.	0.	54.
PAYROLL TAXES	2,831.	0.	0.	2,831.
TO FORM 990-PF, PG 1, LN 18	3,579.	0.	0.	3,579.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
GOLF TOURNAMENT EXPENSES	11,638.	0.	0.	11,638.	
VOLUNTEER RECOGNITION	363.	0.	0.	363.	
ADVERTISING	870.	0.	0.	870.	
OFFICE SUPPLIES	168.	0.	0.	168.	
MISCELLANEOUS	926.	0.	0.	926.	
INTEREST & PENALTIES	41.	0.	0.	41.	
TO FORM 990-PF, PG 1, LN 23	14,006.	0.	0.	14,006.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
DESCRIPTION		AMOUNT	
CHANGE IN FMV ADJUSTMENT ON INVESTMENTS FOR 2016		96,595.	
TOTAL TO FORM 990-PF, PART III, LINE 3		96,595.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
STOCK	86,310.	86,310.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	86,310.	86,310.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	FMV	1,558,941.	1,558,941.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,558,941.	1,558,941.

FORM 990-PF	OTHER ASSETS	STATEMENT	9
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
FEDERAL TAX DEPOSITS	0.	696.	696.
TO FORM 990-PF, PART II, LINE 15	0.	696.	696.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	10
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
TERRI DENTON PO BOX 632 HARRISONBURG, VA 22803	EXECUTIVE DIRECTOR 5.00	24,000.	15,197.	0.
E WARRENN DENTON III PO BOX 65 PENN LAIRD, VA 22846	SECRETARY/TREASURER 0.00	0.	0.	0.
MELISA MICHELSON 410 NEFF AVENUE HARRISONBURG, VA 22801	DIRECTOR 0.00	0.	0.	0.
KATHY ARMENTROUT 3281 PRESTON SHORE DR HARRISONBURG, VA 22801	DIRECTOR 0.00	0.	0.	0.
LINDA DENTON PO BOX 65 PENN LAIRD, VA 22846	DIRECTOR 1.00	13,000.	0.	0.
JAYME DENTON PO BOX 675880 RANCHO SANTA FE, CA 92067	DIRECTOR/ADVISORY BOARD 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		37,000.	15,197.	0.