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## Return of Private Foundation

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

OMB No. 1545-0052

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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

A Employer identification number

54-1349360

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 foundationI Fair market value of all assets at end of year J Accounting method:  Cash  Accrual  
(from Part II, col. (c), line 16)  Other (specify) MODIFIED CASH

► \$ 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)
Revenue	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				
	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.	
Operating and Administrative Expenses	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:	-49,715.			
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)		36,994.		
	c Adjusted net income (if negative, enter -0-)			67,630.	

Assets	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
1	Cash - non-interest-bearing		62,321.	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.
c	Investments - corporate bonds			
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.
14	Land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
15	Other assets (describe ►	STATEMENT 9 )	0.	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.
17	Accounts payable and accrued expenses		383.	497.
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable			
22	Other liabilities (describe ►			
23	Total liabilities (add lines 17 through 22)		383.	497.
Liabilities	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			
Net Assets or Fund Balances	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) ►	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 INV'T 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 PIMPCO 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 ►  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

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2016 estimated tax payments and 2015 overpayment credited to 2016

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

6a 696.

6b

6c

6d

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here  if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2017 estimated tax ►

326. Refunded ►

7 696.

8

9

10 326.

11 0.

## Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

Yes

No

1a X

b 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.*

1b X

1c X

c 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:

1c X

(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?

2 X

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

3 X

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

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

N/A

4a X

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

4b X

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:

5 X

● 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

6 X

7 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

8b 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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV

9 X

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

10 X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.DENTONFAMILYFOUNDATION.NET</u>	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
14	The books are in care of ► <u>LINDA DENTON</u> Located at ► <u>PO BOX 65, PENN LAIRD, VA</u>	Telephone no. ► <u>540-487-9501</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	<input type="checkbox"/> Yes	<input type="checkbox"/> No
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 ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

## 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.

1a	During the year did the foundation (either directly or indirectly):	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(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	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

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

5a During the year did the foundation pay or incur any amount to:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If any answer is "Yes" to 5a(1)-(5), did <b>any</b> 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)? Organizations relying on a current notice regarding disaster assistance check here	<b>N/A</b>	<b>►</b>	<b>5b</b>	
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?	<b>N/A</b>	<input type="checkbox"/> Yes <input type="checkbox"/> No		
<i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i>				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>	<b>6b</b>	<b>X</b>		
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<b>N/A</b>		<b>7b</b>	

**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

Form 990-PF (2016)

**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
<b>NONE</b>		

**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.

1	<b>N/A</b>	Expenses
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.

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

Form 990-PF (2016)

**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.

## Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				80,071.
2 Undistributed income, if any, as of the end of 2016			0.	
a Enter amount for 2015 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	23,371.			
b From 2012	16,159.			
c From 2013	40,990.			
d From 2014	36,862.			
e From 2015	29,139.			
f Total of lines 3a through e	146,521.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 118,051.			0.	
a Applied to 2015, but not more than line 2a				
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 2016 distributable amount				80,071.
e Remaining amount distributed out of corpus	37,980.			0.
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			
6 Enter the net total of each column as indicated below:	184,501.	0.	0.	0.
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017			0.	0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	23,371.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	161,130.			
10 Analysis of line 9:				
a Excess from 2012	16,159.			
b Excess from 2013	40,990.			
c Excess from 2014	36,862.			
d Excess from 2015	29,139.			
e Excess from 2016	37,980.			

**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 2016, enter the date of the ruling			
1 b	Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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			
2 b	85% of line 2a			
2 c	Qualifying distributions from Part XII, line 4 for each year listed			
2 d	Amounts included in line 2c not used directly for active conduct of exempt activities			
2 e	Qualifying distributions made directly for active conduct of exempt activities.			
	Subtract line 2d from line 2c			
3	Complete 3a, b, or c for the alternative test relied upon:			
a	"Assets" alternative test - enter:			
(1)	Value of all assets			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)			
b	"Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed			
c	"Support" alternative test - enter:			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

**Part XV** **Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**1 Information Regarding Foundation Managers:**

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

**NONE**

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

**NONE****2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

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

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

c Any submission deadlines:

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

## Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
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.
Total	SEE CONTINUATION SHEET(S)		► 3a	40,104.
b Approved for future payment				
NONE				
Total			► 3b	0.

## Part XVI-A Analysis of Income-Producing Activities

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	
<b>1</b> Program service revenue:					
a					
b					
c					
d					
e					
f					
<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				<b>14</b>	<b>36,806.</b>
<b>5</b> Net rental income or (loss) from real estate:					
a Debt-financed property					
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				<b>18</b>	<b>188.</b>
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory				<b>02</b>	<b>30,824.</b>
<b>11</b> Other revenue:					
a					
b					
c					
d					
e					
<b>12</b> Subtotal. Add columns (b), (d), and (e)			<b>0.</b>		<b>67,818.</b>
<b>13</b> Total. Add line 12, columns (b), (d), and (e)				<b>13</b>	<b>67,818.</b>
(See worksheet in line 13 instructions to verify calculations.)					

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

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

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
- (2) Other assets

**b Other transactions:**

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

**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.

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

**Signature of officer or trustee**

15  
Date

## PRESIDENT

**Title**

<b>Paid Preparer Use Only</b>	Print/Type preparer's name <b>RICHARD H. YANCEY, CPA</b>	Preparer's signature <b>RICHARD H. YANCEY</b>	Date <b>5/3/17</b>	Check <input type="checkbox"/> if self-employed	PTIN <b>P00393042</b>
	Firm's name ► <b>YANCEY, BOWMAN &amp; HELSLEY CPAS</b>			Firm's EIN ► <b>54-1989338</b>	
	Firm's address ► <b>590 NEFF AVENUE, SUITE 3000 HARRISONBURG, VA 22801</b>			Phone no. <b>540.433.3777</b>	

## DENTON FAMILY CHARITABLE FOUNDATION

54-1349360

## 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 HOSPITALS 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.
<u>Total from continuation sheets</u>				34,904.

## DENTON FAMILY CHARITABLE FOUNDATION

54-1349360

## Part XVii 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.
MASSANUTTEN 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.
<b>Total from continuation sheets</b>				

## Part XV: Supplementary Information

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

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
OASIS FINE ARTS & CRAFTS 103 S MAIN ST HARRISONBURG, VA 22801		PC	PROMOTES LOCAL ARTISIANS	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				

## DENTON FAMILY CHARITABLE FOUNDATION

54-1349360

## Part XV Supplementary Information

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

623631  
04-01-16

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT 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 INVESTMENT 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 INVESTMENT 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 INVESTMENT 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
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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.