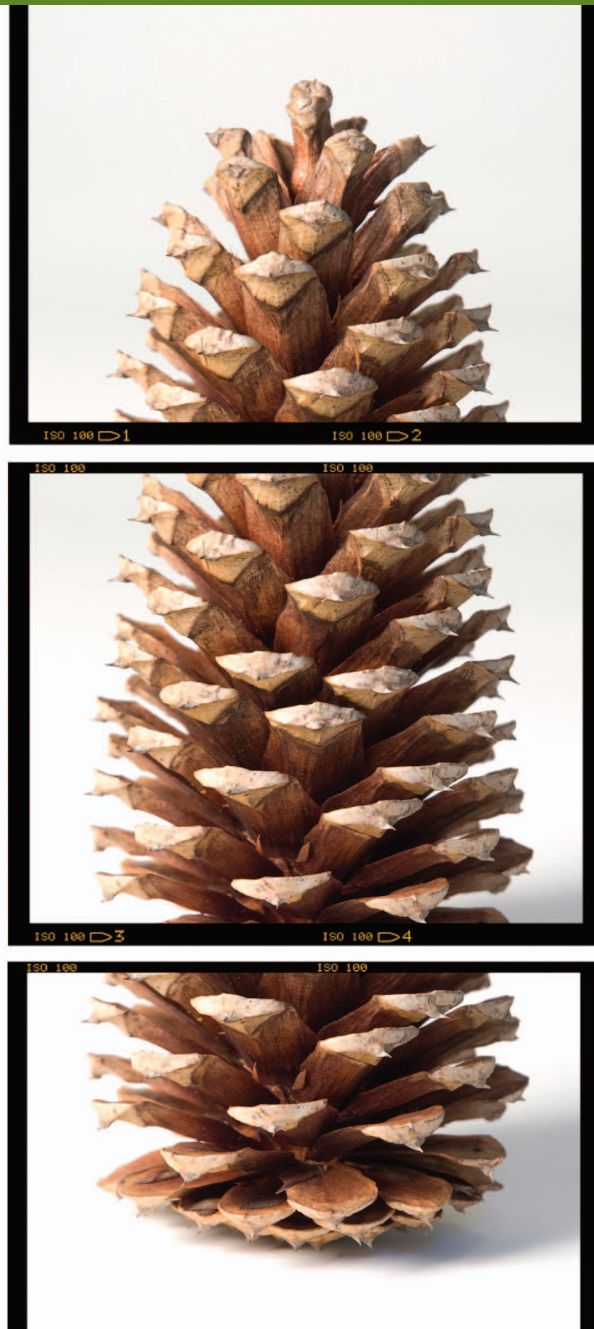




ANNUAL REPORT



Connecting our communities

CHAIR/CEO LETTER



Philanthropy may be challenged during difficult economic times, but its value is never more apparent. Through the work of our affiliate partners and the generosity of our fund-holders and donors, your North Carolina Community Foundation helped our state meet immediate, critical needs and make enduring investments in the future.

We don't take credit for this work. The NCCF's primary contribution lies in our ability to make connections. We align donors with strategies to achieve their charitable goals. We bring together those with philanthropic resources and

the organizations that build strong communities. And we encourage collaborations among leaders, groups and volunteers whose collective passion works for a better North Carolina.

These valuable connections are what allow us to report progress this year in many areas critical to our continued success: effective grantmaking, affiliate partnerships, community collaborations, financial performance and philanthropic support.

Grantmaking

A foundation's investment is measured in part by its grantmaking, and the NCCF had a strong year. Grants totaled \$5.8 million at fiscal year-end 2010, compared to \$4.6 million in 2009, a 24 percent increase. This is the essence of your Foundation's work and a true reflection of the generosity of our donors and fund-holders. The impact cannot be understated in these lean times of government cut-backs and decreased agency budgets.

NCCF staff and affiliate leadership executed more than 50 local community grants processes and several women's and youth giving programs throughout the state last year. This mammoth effort includes announcements, grant-seeker workshops, application reviews and approvals, notifications, awards ceremonies and follow-up site visits. Last year's processes were further strengthened through the introduction of several tools, including workshops, handbooks and tele-seminars.

It's always heart-wrenching to look at a grant application that simply states: "For food." Requests for basic needs have increased over the last two years, and many affiliates reported expanding grants to programs supporting human services. Some affiliate foundations gave fewer but larger gifts to leverage impact. Montgomery County board members and fund-holders personally and generously supplemented the affiliate's community fund, essentially doubling distribution so that more local programs received awards.

Every affiliate in northeastern North Carolina supported the regional Food Bank of the Albemarle, which serves 15 counties in 22,000-square miles.

The graph on page 6 illustrates how NCCF grants were allocated last year, with the majority supporting education, an area that has suffered from decreased government support.

Affiliate partnerships

Our affiliate partnerships across the state define who we are and inform much of our work. The NCCF is privileged to partner with 60 community foundations serving 66 counties, including our newest in New Hanover County.

We were extremely gratified to learn last year that the Community Foundation of Southeastern North Carolina was ready to move to the next level and sought to align with the NCCF because of our philanthropic expertise, regional knowledge and a shared mission to keep local dollars local. We're excited to partner with such strong leadership in the community and on the board of the renamed New Hanover County Community Foundation.

Strong leadership is the hallmark of our affiliates throughout the state. One example is former statewide board member Robert Mauldin, who has just retired as our Rocky Mount affiliate's first and only advisory board president after 13 years of exceptional service. The Futrell-Mauldin Fund, established in part to honor his leadership by Centura Bank, has awarded more than \$474,000 to the Rocky Mount area, supporting such key community resources as the Harrison Family YMCA, Braswell Library and Tar River Mission Clinic. Veteran board member Samuel Johnson assumes the presidency.

A recent series of events over a two-day period in Catawba Valley illustrates just how hard our affiliate boards work. The Catawba Valley Community Foundation sponsored an educational program for local professional advisors, hosted an awareness event for local and statewide business leaders, and held the Unifour Foundation Endowment Fund's annual grantee event, where more than \$200,000 was provided to the community this year. (Additional examples of our affiliates' work are on page 4.)

Collaborations

We're also proud to report that NCCF's reputation as a leader in the field of rural philanthropy continues to flourish. Our ongoing work with the North Carolina Rural Development Center includes representation on boards and at conferences and contributions to various studies, including one on philanthropy's impact on economic development and transfer-of-wealth issues.

Partnerships with other community foundations in the state have helped us extend our impact. We're collaborating with the Triangle Community Foundation to support a new giving group for women interested in a regional approach to philanthropy

called The Art of Giving. Work is underway with the Community Foundation of Western North Carolina to collaborate on grants processes to leverage gifts in this region.

Financials

What a difference a year makes! We are pleased to report that the Foundation's balance sheet for fiscal year ended March 31, 2010, exceeded our expectations. NCCF finances rebounded and even set records in some categories.

Assets were up 50 percent from year-to-year. At March 31, 2010, total assets achieved a new level at \$130.8 million, compared to \$87.1 million last year. Earnings increased 35.7 percent. The market recovery and increased contributions combined to grow earnings from negative \$33 million in 2009 to \$30 million in 2010. At \$21.2 million, contributions to the NCCF reached record levels in 2010, compared to \$9.4 million in 2009.

The NCCF's financial performance this year underscores the value of our long-term perspective as applied to philanthropic investing. We stayed the course, and our strategy was rewarded. In keeping with the NCCF's long-term view, we remained in the market and benefited from the inevitable upturn.

We are cautious, yet hopeful, for continued economic recovery. However, unemployment, housing and spending uncertainties may extend the turnaround. Rural North Carolina faces additional challenges due to decreased government spending and uneven economic development.

Philanthropic support

Every NCCF position throughout the state and at our Raleigh headquarters exists to support philanthropy in North Carolina. We're proud of the extensive reach of our team, despite budget cuts and staff reductions. From supporting affiliates and scores of educational, awareness and fund-raising events to administering grants processes and helping new and existing fund-holders determine their philanthropic goals, we salute the NCCF team on an exceptional year. A few additional highlights to celebrate:

- An unqualified opinion, issued by McGladrey & Pullen, LLP, on the Foundation's 2010 financial statements
- The addition of 105 new funds, which are highlighted on page 5
- Extensive support of Reach Out Rocky Mount's Fun Run for Charities, which this year earned more than \$450,000 for area nonprofits, an astounding sum
- Establishment of a statewide disaster relief fund
- A grant to fund increased staff support in Rockingham County
- Development of new communications and marketing tools
- Deepening relationships with professional advisors throughout the state
- Increased outreach to donors and fundholders
- Growing partnerships with nonprofit agencies across the state



A student works on a language arts exercise during a sculpture tour at the Hickory Museum of Art. The Unifour Foundation Endowment Fund, held with the Catawba Valley Community Foundation, is one of the Museum's key supporters. Unifour grants to many programs in the Catawba Valley area that have a huge impact on the region's quality of life. (Photo courtesy of the Hickory Museum of Art)

Looking back and ahead

The death last fall of NCCF founder Lewis R. Holding prompted some reflection on our beginnings, progress and future. The NCCF was established in 1988 to strengthen our state through the power of endowed giving, partnerships with local affiliates and inclusion of rural areas that hadn't historically benefited from philanthropy.

Mr. Holding's genius is evident by the fact that the model still works. We plan to intensify our focus on two mission-critical areas: 1) affiliates and local communities; and 2) a more strategic approach to the development of endowed giving. We're in the process of realigning our staff to strengthen these areas.

We look forward to reporting the results of our realignment and further progress in all of our work. We believe we're on the right track. An endorsement from a national philanthropic leader described the NCCF as "the template for what community foundations should be." We understand this high praise results from our founder's vision, the generosity of our donors and fundholders and 22 years of hard work and dedication of our affiliates, volunteers and team members.

We take credit only for making the connections. We thank you for making it all work.

Sincerely,

Jennifer Tolle Whiteside, *President and CEO*

James W. Narron, *Chairman of the Board*

MAKING CONNECTIONS

Examples abound of our affiliates' achievements, which extend the NCCF's impact across North Carolina. Because we can include only a few in limited space, we focus on three key areas: the power of legacy giving, program updates and capacity-building through strategic collaborations.

Planned giving: North Carolinians would be astounded at the myriad ways in which bequests have transformed our state — and will forever. Although impossible to quantify, planned giving fuels much of the philanthropy at work throughout our communities. Edward Brown's powerful legacy will greatly benefit children in western North Carolina and throughout the country for untold generations through generous funds established with the NCCF last year.

A testament to the strength of our affiliates can be seen in the ways that many of these legacy gifts are allocated. The estates of Mary Ferebee Howard in Edgecombe, Richard Chapman Cleve in Craven and John and Marjorie Roffe in Moore, for example, all specified that affiliate boards oversee local allocations. Grant-making in these communities went from modest amounts to transformative sums, signaling the trust in local leadership and foresight of these generous philanthropists.

Scholarships also transform future generations, and NCCF has a growing reputation for expert administration. Final statistics will be reported at year-end; we estimate that the NCCF will award more than 300 scholarships totaling \$450,000 in 2010. A third of this year's scholarships have gone to first-generation college students. A touching thank-you note from the 2010 Ernestine J. Williams Scholarship recipient in Johnston County underscores the impact: "The award will allow me to further my education in ways which no one in my family has ever done before."

Program updates: Giving programs leveraging or encouraging philanthropy among women and youth continue to expand. NCCF now administers eight women's giving networks throughout the state, including the statewide Women's Fund. Women's giving networks granted nearly \$145,000 last year for causes related to children and/or women's issues.

The NCCF's Youth in Philanthropy program drew participation from eight counties and hundreds of young people who are learning early to make a difference. Wilkes County's youth, for example, have granted \$15,000 to date for critical educational programs.

Capacity-building is an important role of a community foundation, particularly with the prevalence of increased needs and limited resources. Examples of smart collaborations include:

- The Onslow County Community Foundation has piloted a challenge-grant program to help three high-potential nonprofits grow their endowments.
- Affiliates in the Northeastern Region share expenses by holding joint events and awards programs, a strategy that saves resources and encourages dialogue.
- The Watauga-Ashe-Wilkes golf tournament is a long-time partnership that has paid big dividends for scholarship recipients over the years. About \$1 million has been raised over the last decade, allowing 40 students to pursue college degrees.
- Many affiliates join together with other major funders in their communities to leverage grants and share knowledge and ideas. Smart collaborations are at work in Catawba Valley, Craven County and throughout the Northeastern Region. Watauga County is in the early stages of convening funders. The Catawba Valley affiliate also hosts and leads a group to orchestrate capital campaigns to maximize outcomes.
- Many affiliates combine community funds with donor-advised funds to make an impact, including those in Johnston, Wake, Randolph, Greene and Lenoir counties, to name a few.
- Swain County's campaign to involve non-resident property owners to contribute to community needs has expanded to a county-wide effort that finances critical agency programs. Called the United Gift Fund, its success has inspired nearby Macon to emulate the formula.



Legacy giving supports so much important work in our state. Mary Ferebee Howard's estate established a scholarship and an endowment that has had a transformative effect on the Edgecombe County area. A recent gift from the fund to the local 4-H organization has created Green Thumbs on Wheels, a youth horticulture program. Extension agents work to set up the new mobile unit that will travel to schools throughout the county.



Affiliates across the state hold many events throughout the year to raise money for their community funds, which support countless important nonprofit programs. A recent example is "Take a Kid Fishin,'" sponsored by the Franklin County Community Foundation. We thank NCCF Board Member Clyde Harris for hosting the second annual event at his family's property near Louisburg. Young anglers, volunteers and NCCF staff are pictured here enjoying the day. (Franklin Times photo, used with permission)

NEW FUNDS

(April 1, 2009-March 31, 2010)

The NCCF was honored to welcome 105 new funds during last fiscal year.

Unless otherwise noted, funds listed were established to support general charitable purposes.

1898 Memorial Fund: Supports race relations work in Wilmington

Alper Family Charitable Donor Advised Fund

American Legion Post 10, Inc. Baseball Endowment Fund: Supports the baseball committee for American Legion Post 10, Inc.

Anonymous Funds: The NCCF administers many funds for philanthropists who wish to remain anonymous; several were opened last year in support of general charitable purposes.

Art of Giving Gift Fund: Supports general charitable, educational, religious and scientific purposes in the Triangle region at the recommendation of The Art of Giving women's giving group

Ashe County Public Library Endowment: Provides for non-operating expenses of the Ashe County Public Library

Anna Parker Baldrige Endowment

Dickson and Ede Baldrige Donor Advised Fund

Barclay Donor Advised Fund

Penny Rice Barnhill Donor Advised Fund

Beaver Creek High School Memorial Scholarship Fund: Provides scholarships for graduates of Ashe County High School and was created in memory of the school, which was consolidated

Bellamy Mansion Endowment: Supports the ongoing work of the Bellamy Mansion

Mrs. Carl B. Brown, Jr. Donor Advised Fund

Cape Fear Academy Endowment Fund: Provides for equipment and/or personnel to support the Academy's educational enrichment program for learning disabled children

Navith Castellanos Endowment Fund: Provides support for the Montgomery County Crisis Fund, Inc. for work with area Hispanic residents in crisis

Children's Museum of Wilmington Endowment Fund: Provides for the ongoing support of the Museum

Currituck-Dare Women's Gift Fund: Supports charitable uses benefiting women and children in Currituck and Dare counties

Diab Family Charitable Donor Advised Fund

Domestic Violence Shelter Endowment Fund: Supports the ongoing programs and services of the Domestic Violence Shelter in Wilmington

Eagle's Wings Endowment: Provides for the ongoing support of Eagle's Wings Christian Love in Action

Eastern Band of Cherokees Gift Fund: Allows the Foundation to respond to changing community needs and to enhance the lives of area residents by awarding annual grants to local nonprofits

Ann B. Finklestein Memorial Donor Advised Fund

Brian Fisher Endowment: Provides for the ongoing support of the Duke Comprehensive Cancer Center

Food Bank of Coastal Carolina Fund: Supports nonprofits in New Hanover, Pender, Brunswick and Columbus counties that provide food or related services to those in need

Full Belly Donor Advised Fund

Stephen and Karen Gaskins Donor Advised Fund

Judy and Frank Gibson Donor Advised Fund

Good News Donor Advised Fund

Good Shepherd House Fund: Provides for the ongoing support of Good Shepherd Ministries in Wilmington

GROW Community Service Endowment Fund: Supports the programs and services of OUT Wilmington

Dr. and Mrs. Frank Gwathmey Donor Advised Fund

Hackeling Family Support Endowment Fund

Dr. Donnie H. Jones, Jr. Donor Advised Fund

Jean Jordan Scholarship Endowment: Supports the Jean Jordan Memorial Scholarship Program at the University of North Carolina at Wilmington's Watson School of Education

Joshua 1:9 Scholarship: Supports Catholic elementary school education in New Hanover County for students with financial need

Beverly Anne Jurgensen Princess Scholarship Fund: Supports tuition costs of Princess Pageant Scholarship winners

KARMA Donor Advised Fund

Morgan Elisabeth King Donor Advised Fund

Russ LaBelle Donor Advised Fund

Lamberton Special Fund

Ian K. and Maria L. Lamberton Donor Advised Fund

James M. Lee, III Donor Advised Fund

Pete Lewis Fund: Supports the ongoing efforts of the New Hanover County Extension Service Arboretum Foundation, Inc.

Dr. Henderson D. Mabe, Jr. Endowment for St. Stephen's Episcopal Church: Provides for the ongoing support of St. Stephen's Episcopal Church in Erwin

J. Harry and Addie W. Mann Donor Advised Fund

Lucille Murchison Marvin Fund

Dr. & Mrs. James Mertesdorf Donor Advised Fund

Cora Bond Morrison Scholarship Endowment: Provides scholarships for members and members' children of the First Presbyterian Church in Wilson

Anne H. and Alex Murchison Donor Advised Fund

John R. and Frances P. Murchison Donor Advised Fund

Linda and Reid Murchison Donor Advised Fund

M. Murchison and B. Sullivan Donor Advised Fund

Wallace C. Murchison Donor Advised Fund

The Nathanson Family Fund

New Hanover County Unrestricted Endowment: Enables the affiliate to respond to changing community needs and to enhance the county's quality of life

New Hanover County Unrestricted Gift Fund: Supports the on-going efforts of the New Hanover County Community Foundation

North Carolina Community Foundation Disaster Relief Endowment: Supports nonprofit community organizations providing vital services to meet the needs of affected communities in the aftermath of a disaster

Officer Down Donor Advised Fund

Constance N. and William P. Parker Donor Advised Fund

Past Princess Scholarship Fund: Provides scholarships for princesses of the Azalea Festival in Wilmington

Winifred Davis Pierce Donor Advised Fund

Winifred Davis Pierce Fund

Promote Philanthropy Fund: Promotes philanthropy in New Hanover County

Raeford Presbyterian Church Scholarship Endowment - Mary Lamont and Jack Morris Scholarship: Awards scholarships to members of Raeford Presbyterian Church

William and Jean Raney Donor Advised Fund

Rhine Family Donor Advised Fund

Riegelwood Disaster Relief & Recovery Fund: Supports long-term assistance to people hardest hit by the Riegelwood disaster

Betsy and Larry Roadman Donor Advised Fund

Christian McCormick Roadman Donor Advised Fund

Jonathan Keene Roadman Donor Advised Fund

Anne and Mercer Rowe Donor Advised Fund

RPI Media Fund: Supports the promotion of philanthropy in New Hanover County through media and advertising

Sallie B. Howard School for the Arts and Education Endowment: Provides ongoing support for the operations and sustainability of the Sallie B. Howard School for the Arts and Education, a program of the Youth Enrichment Program of Wilson

Salwitz Donor Advised Fund

Seamen's Service Center Endowment Fund: Supports programs and services of the International Seamens Service of Wilmington Inc.

John and Louise Sloan Donor Advised Fund

William N. Smith Donor Advised Fund

(continues on page 6)

NEW FUNDS

(continued)

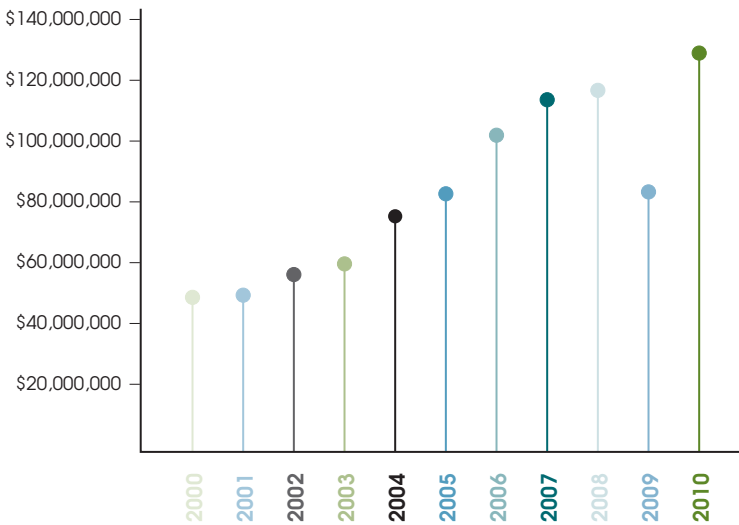
St. Mary's School Education Donor Advised Fund
 Sunset Theater Capital Campaign: Supports the renovation of the Asheboro Sunset Theater through the City of Asheboro
 John C. Symmes Donor Advised Fund
 Laurie and Lance Taylor Donor Advised Fund
 Suzanne and George Taylor Donor Advised Fund
 Suzanne and George Taylor Endowment Fund: Supports programs and services addressing issues of child welfare in New Hanover County

Thalian Hall Center for the Performing Arts, Inc. Endowment Fund: Supports ongoing efforts of Thalian Hall Center for the Performing Arts, Inc.
 Thalian Hall Gift Fund: Supports Thalian Hall Center for the Performing Arts
 Mary Ann Tilden Barrett Donor Advised Fund
 Toon-Toons Family Donor Advised Fund
 Tom and Susette van Arsdale Donor Advised Fund
 Warrenton Rotary Club Community Fund
 Marion G. Welborn and Jewell W. Welborn Endowment

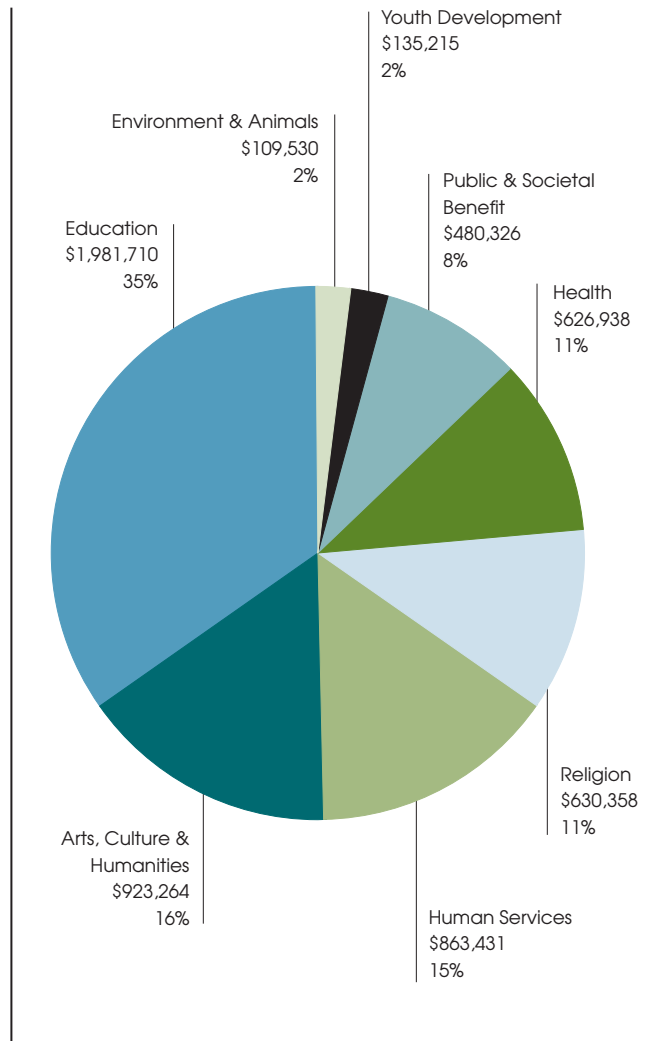
Henry & Roya Weyerhaeuser Donor Advised Fund
 Nancy Carole Whittington Memorial Scholarship Fund: Benefits Franklin High School for the purpose of providing scholarships to students from low income families with both a high work ethic and a strong desire to attend college
 Wilmington Civitan Club Scholarship Fund
 Wilmington East Rotary Endowment Fund
 Wilmington Health Access for Teens Endowment: Supports Wilmington Health Access for Teens, Inc.
 Cecil Worsley, III Family Donor Advised Fund

GRANTS & ASSETS

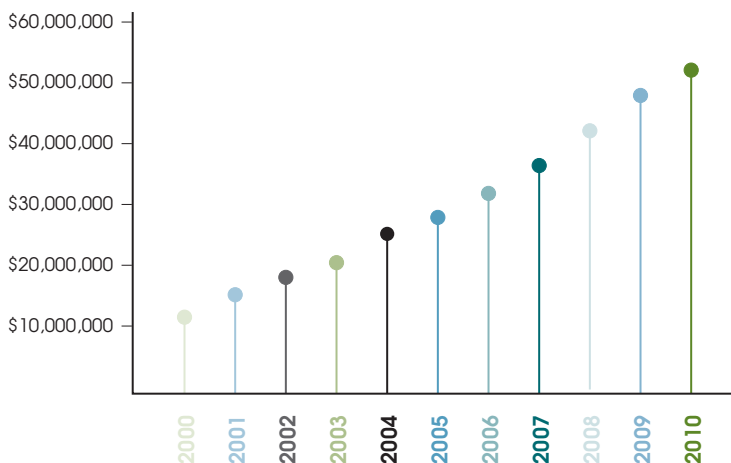
ASSETS OVER TIME



GRANTS



CUMULATIVE GRANTS OVER TIME



FINANCIALS

Statements of Financial Position

March 31, 2010 and 2009

	<u>2010</u>	<u>2009</u>
Assets		
Cash	\$ 4,819,371	\$ 593,138
Investments	117,483,015	84,516,760
Assets held for sale	1,414,200	553,200
Contributions receivable, net	4,230,270	488,580
Beneficial interest in split-interest agreements	2,345,300	379,650
Prepaid expenses and other assets	209,496	256,097
Property, equipment and leasehold improvements, net	275,734	305,425
Total assets	<u>\$130,777,386</u>	<u>\$87,092,850</u>
Liabilities and Net Assets		
Liabilities:		
Accounts payable and accrued expenses	\$ 448,778	\$ 530,008
Obligations under split interest agreements	91,280	95,462
Agency funds payable	15,232,579	11,543,135
Total liabilities	<u>15,772,637</u>	<u>12,168,605</u>
Net assets:		
Unrestricted	101,504,596	67,821,115
Temporarily restricted	7,592,782	1,439,252
Permanently restricted	5,907,371	5,663,878
Total net assets	<u>115,004,749</u>	<u>74,924,245</u>
Total liabilities and net assets	<u>\$130,777,386</u>	<u>\$87,092,850</u>

Statements of Activities (summarized)

Years Ended March 31, 2010 and 2009

	<u>2010</u>	<u>2009</u>
Revenues, gains (losses) and other support:		
Contributions	\$ 21,151,185	\$ 9,353,561
Less amounts received on behalf of others	(759,768)	(1,642,546)
Net contributions	<u>20,391,417</u>	<u>7,711,015</u>
Interest and other investment income	2,764,332	3,336,937
Realized and unrealized gains (losses)	29,760,353	(33,369,951)
Adjust amounts from agency funds	(3,778,586)	3,897,386
Net investment income and gains (losses)	<u>28,746,099</u>	<u>(26,135,628)</u>
Other income	167,034	192,415
Total revenues, gains (losses) and other support	<u>49,304,550</u>	<u>(18,232,198)</u>
Expenses:		
Programs:		
Grants and scholarships	5,750,772	4,638,150
Less grants and scholarships made on behalf of others	(642,042)	(876,963)
Grants and scholarships expense	<u>5,108,730</u>	<u>3,761,187</u>
Grant making and fund holder support	2,630,499	3,063,530
Total program services	<u>7,739,229</u>	<u>6,824,717</u>
Fundraising and development	403,675	366,740
Administrative	879,142	1,247,622
Total expenses	<u>9,022,046</u>	<u>8,439,079</u>
Change in net assets before other changes	<u>40,282,504</u>	<u>(26,671,277)</u>
Other changes:		
Write down of real estate held for sale	(202,000)	(49,050)
Net asset transfers	-	300,238
Change in net assets	<u>40,080,504</u>	<u>(26,420,089)</u>
Net assets:		
Beginning	74,924,245	101,344,334
Ending	<u>\$115,004,749</u>	<u>\$74,924,245</u>

The audited financial statements are available for inspection at: North Carolina Community Foundation
4601 Six Forks Road, Suite 524, Raleigh, North Carolina 27609

Independent Auditors: McGladrey & Pullen, LLP

NCCF BOARD OF DIRECTORS

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 W. Trent Ragland, Jr., *Raleigh*
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 Sherwood H. Smith, Jr., *Raleigh*

* Deceased

NCCF FOUNDATION STAFF

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 Mary Morgan, *Philanthropy Counsel*
 Cherry Ballard, *Director of Leadership Services*

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 John Hartley, *Director of Finance*
 Sandi Brinich, *Controller*
 Lisa Meeks, *Financial Specialist*
 Jay Wilder, *Financial Specialist*

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 Lori Johnson, *Communications Assistant and Office Manager*

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Beth Boney Jenkins, *Vice President*

Western Office (*Cherokee, Clay, Eastern Band of Cherokee, Graham, Haywood, Jackson, Macon, Madison and Swain*)

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 Phone: (800) 201-9532 (toll-free)

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 Maria Manning, *Regional Services Associate*
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Sandhills Office (*Harnett, Hoke, Lee, Montgomery, Moore, Randolph and Rockingham*)

Mary Anne Howard, *Regional Associate*
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 Fax: 910-256-0630

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 Fax: 252-491-5714

A complete listing of our affiliate board members and donors (\$500 and up) as of fiscal year-end March 31, 2010, is available in PDF format for download or review on our website at nccommunityfoundation.org under Resources. You may request that a photocopy be mailed to you by calling 919-828-4387. Current affiliate board members and affiliate funds and grants are listed by community on our website under Affiliates. A listing of donors at all levels for 2009-2010 also is available on our website. We are no longer printing these lists to save resources.