

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

2024

Department of the Treasury Internal Revenue Service

Do not enter social security numbers on this form as it may be made public. Go to www.irs.gov/Form990PF for instructions and the latest information.

Open to Public Inspection

For calendar year 2024 or tax year beginning , 2024, and ending ,20

Dover Foundation Inc PO Box 208 Shelby, NC 28151

A Employer identification number 56-0769897

B Telephone number (see instructions) 7044878888

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

C If exemption application is pending, check here

D 1 Foreign organizations, check here

2 Foreign organizations meeting the 85% test, check here and attach computation

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

E If private foundation status was terminated under section 507(b)(1)(A), check here

I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ J Accounting method: Cash, Accrual, Other (specify) Modified Cash (Part I, column (d), must be on cash basis.)

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

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26), with a total of 1,149,215.

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash – non-interest-bearing	33,410.	36,272.	
	2 Savings and temporary cash investments	240,893.	313,329.	
	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 (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	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 (attach schedule)			
	b Investments – corporate stock (attach schedule) <u>Statement 5</u>	11,965,741.	13,665,946.	
	c Investments – corporate bonds (attach schedule) <u>Statement 6</u>	7,455,492.	6,993,133.	
	11 Investments – land, buildings, and equipment: basis			
Less: accumulated depreciation (attach schedule)				
12 Investments – mortgage loans				
13 Investments – other (attach schedule) <u>Statement 7</u>	219,410.	232,220.		
14 Land, buildings, and equipment: basis <u>70,456.</u>				
Less: accumulated depreciation (attach schedule) <u>See Stmt 8</u> <u>15,052.</u>	55,404.	55,404.		
15 Other assets (describe <u>See Statement 9</u>)	745.	745.		
16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	19,971,095.	21,297,049.	0.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe <u>See Statement 10</u>)	1,043.	1,058.	
	23 Total liabilities (add lines 17 through 22)	1,043.	1,058.	
Net Assets or Fund Balances	Foundations that follow FASB ASC 958, check here and complete lines 24, 25, 29, and 30. <input checked="" type="checkbox"/>			
	24 Net assets without donor restrictions	19,970,052.	21,295,991.	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here and complete lines 26 through 30. <input type="checkbox"/>			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
29 Total net assets or fund balances (see instructions)	19,970,052.	21,295,991.		
30 Total liabilities and net assets/fund balances (see instructions)	19,971,095.	21,297,049.		

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 29 (must agree with end-of-year figure reported on prior year's return)	1	19,970,052.
2 Enter amount from Part I, line 27a.	2	-680,547.
3 Other increases not included in line 2 (itemize) <u>See Statement 11</u>	3	2,006,486.
4 Add lines 1, 2, and 3.	4	21,295,991.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 29	6	21,295,991.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, 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 Sale of Securities				P	Various	Various
b						
c						
d						
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))			
a 8,856,772.		8,782,586.	74,186.			
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.						
(i) FMV 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			74,186.			
b						
c						
d						
e						
2 Capital gain net income or (net capital loss) <input type="checkbox"/> If gain, also enter in Part I, line 7 <input type="checkbox"/> If (loss), enter -0- in Part I, line 7				2	74,186.	
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). See instructions. If (loss), enter -0- in Part I, line 8				3	74,186.	

Part V Excise Tax Based on Investment Income (Section 4940(a), 4940(b), or 4948 — see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here. <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary — see instructions)			
b All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations, enter 4% (0.04) of Part I, line 12, col. (b)		1	7,816.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		2	0.
3 Add lines 1 and 2		3	7,816.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	7,816.
6 Credits/Payments:			
a 2024 estimated tax pymts and 2023 overpayment credited to 2024	6a		
b Exempt foreign organizations — tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		7,816.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2025 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

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Part VI-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition		X
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.		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ <u>0.</u> (2) On foundation managers. \$ <u>0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ <u>0.</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by <i>General Instruction T</i> .		
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 XIV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <u>NC</u>		
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 <i>General Instruction G</i> ? If "No," attach explanation.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2024 or the tax year beginning in 2024? See the instructions for Part XIII. If "Yes," complete Part XIII.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		X
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>doverfoundationinc.com</u>	X	
14 The books are in care of <u>Amanda Gragg</u> Telephone no. <u>(704) 487-8888</u> Located at <u>PO Box 208 Shelby NC</u> ZIP + 4 <u>28151</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — check here. N/A. <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year. 15 N/A		
16 At any time during calendar year 2024, 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?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country		

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Form 990-PF (2024)

Part VI-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?	1a (1)	X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	1a (2)	X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1a (3)	X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	1a (4)	X
(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)?	1a (5)	X
(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.)	1a (6)	X
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	1b	
c Organizations relying on a current notice regarding disaster assistance, check here. <input type="checkbox"/>		
d 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 2024?	1d	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 2024, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2024? If "Yes," list the years	2a	X
20 __ , 20 __ , 20 __ , 20 __		
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.)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
20 __ , 20 __ , 20 __ , 20 __		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a	X
b If "Yes," did it have excess business holdings in 2024 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2024.)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2024?	4b	X

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Form 990-PF (2024)

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

	Yes	No
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))?		X
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?		X
(3) Provide a grant to an individual for travel, study, or other similar purposes?		X
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions		X
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		X
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	
c Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>		
d 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? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	N/A	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		X
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?		X

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 12		29,800.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services. See instructions. 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 VIII-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 VIII-B Summary of Program-Related Investments (see instructions)

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 IX **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	20,687,941.
b	Average of monthly cash balances.....	1b	102,624.
c	Fair market value of all other assets (see instructions).....	1c	
d	Total (add lines 1a, b, and c).....	1d	20,790,565.
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	20,790,565.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions).....	4	311,858.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3.....	5	20,478,707.
6	Minimum investment return. Enter 5% (0.05) of line 5.....	6	1,023,935.

Part X **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 IX, line 6.....	1	1,023,935.
2a	Tax on investment income for 2024 from Part V, line 5.....	2a	7,816.
b	Income tax for 2024. (This does not include the tax from Part V.).....	2b	
c	Add lines 2a and 2b.....	2c	7,816.
3	Distributable amount before adjustments. Subtract line 2c from line 1.....	3	1,016,119.
4	Recoveries of amounts treated as qualifying distributions.....	4	
5	Add lines 3 and 4.....	5	1,016,119.
6	Deduction from distributable amount (see instructions).....	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XII, line 1.....	7	1,016,119.

Part XI **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	1,149,215.
b	Program-related investments – total from Part VIII-B.....	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.....	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).....	3a	
b	Cash distribution test (attach the required schedule).....	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part XII, line 4.....	4	1,149,215.

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Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2023	(c) 2023	(d) 2024
1 Distributable amount for 2024 from Part X, line 7				1,016,119.
2 Undistributed income, if any, as of the end of 2024:				
a Enter amount for 2023 only			0.	
b Total for prior years: 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2024:				
a From 2019	18,483.			
b From 2020				
c From 2021	32,329.			
d From 2022				
e From 2023	86,656.			
f Total of lines 3a through e	137,468.			
4 Qualifying distributions for 2024 from Part XI, line 4: \$ 1,149,215.				
a Applied to 2023, but not more than line 2a ..			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2024 distributable amount				1,016,119.
e Remaining amount distributed out of corpus ..	133,096.			
5 Excess distributions carryover applied to 2024 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5.	270,564.			
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 2023. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2024. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2025				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 2019 not applied on line 5 or line 7 (see instructions) ..	18,483.			
9 Excess distributions carryover to 2025. Subtract lines 7 and 8 from line 6a	252,081.			
10 Analysis of line 9:				
a Excess from 2020				
b Excess from 2021	32,329.			
c Excess from 2022				
d Excess from 2023	86,656.			
e Excess from 2024	133,096.			

Part XIII Private Operating Foundations (see instructions and Part VI-A, question 9) N/A

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2024, enter the date of the ruling _____

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

	Tax year				(e) Total
	(a) 2024	(b) 2023	(c) 2022	(d) 2021	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part IX for each year listed					
b 85% (0.85) of line 2a					
c Qualifying distributions from Part XI, line 4, for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test – enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test – enter 2/3 of minimum investment return shown in Part IX, 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 XIV 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., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

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

See Statement 13

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

See Statement for Line 2a

c Any submission deadlines:

See Statement for Line 2a

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

See Statement for Line 2a

Part XIV 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 <i>Paid during the year</i> See Statement 14				
Total				3a 1,071,283.
b <i>Approved for future payment</i>				
Total				3b

Dover Foundation Inc

56-0769897

Statement 1
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting fees.....	\$ 5,700.			\$ 5,700.
Total	<u>\$ 5,700.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 5,700.</u>

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Contract Services.....	\$ 18,286.	\$ 18,286.		
Management Fees-Fifth Third.....	111,217.	111,217.		
Total	<u>\$ 129,503.</u>	<u>\$ 129,503.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise Tax.....	\$ 6,277.			
Local Taxes.....	793.			
Total	<u>\$ 7,070.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Directors Fees.....	\$ 29,800.			
Dues & Subscriptions.....	4,632.			
Insurance - D&O.....	2,250.			
Meals & Entertainment.....	778.			
Office Supplies/Postage.....	34,167.			
Scholarship Selection Committee....	5,171.			\$ 5,171.
Total	<u>\$ 76,798.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 5,171.</u>

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Statement 5
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Stocks and Equity Funds	Cost	\$ 13,665,946.	\$ 0.
	Total	\$ 13,665,946.	\$ 0.

Statement 6
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

Corporate Bonds	Valuation Method	Book Value	Fair Market Value
Bonds and Bond Funds	Cost	\$ 6,993,133.	\$ 0.
	Total	\$ 6,993,133.	\$ 0.

Statement 7
Form 990-PF, Part II, Line 13
Investments - Other

Other Securities	Valuation Method	Book Value	Fair Market Value
Alternative Investment Funds	Cost	\$ 232,220.	\$ 0.
	Total	\$ 232,220.	\$ 0.

Statement 8
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Furniture and Fixtures	\$ 15,052.	\$ 15,052.	\$ 0.	\$ 0.
Land	55,404.		55,404.	0.
Total	\$ 70,456.	\$ 15,052.	\$ 55,404.	\$ 0.

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Statement 9
Form 990-PF, Part II, Line 15
Other Assets

	<u>Book Value</u>	<u>Fair Market Value</u>
Security Deposit.....	\$ 745.	
Total	<u>\$ 745.</u>	<u>\$ 0.</u>

Statement 10
Form 990-PF, Part II, Line 22
Other Liabilities

Payroll liabilities.....	\$ 1,058.
Total	<u>\$ 1,058.</u>

Statement 11
Form 990-PF, Part III, Line 3
Other Increases

Net Unrealized Gains or Losses on Investments.....	\$ 2,006,486.
Total	<u>\$ 2,006,486.</u>

Statement 12
Form 990-PF, Part VII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
Kathleen H. Wilson PO Box 208 Shelby, NC 28151	President 1.00	\$ 4,300.	\$ 0.	\$ 0.
Justin Merritt PO Box 208 Shelby, NC 28151	Director 1.00	4,300.	0.	0.
Charles Hamrick PO Box 208 Shelby, NC 28151	Treasurer 1.00	4,300.	0.	0.
Mary Raudez PO Box 208 Shelby, NC 28151	Director 1.00	4,300.	0.	0.

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Statement 12 (continued)
Form 990-PF, Part VII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
Cynthia Buckingham PO Box 208 Shelby, NC 28151	Director 1.00	\$ 4,300.	\$ 0.	\$ 0.
Linton Suttle PO Box 208 Shelby, NC 28151	Director 1.00	4,000.	0.	0.
Dr. Katie Borders PO Box 208 Shelby, NC 28151	Secretary 1.00	4,300.	0.	0.
		Total \$ 29,800.	\$ 0.	\$ 0.

Statement 13
Form 990-PF, Part XIV, Line 2a-d
Application Submission Information

Name of Grant Program:
Name: Amanda Gragg
Care Of:
Street Address: P. O. Box 208
City, State, Zip Code: Shelby, NC 28151
Telephone: 704-487-8888
E-Mail Address:
Form and Content: Detailed request data and copy of IRS exemption certificate.
Submission Deadlines: None
Restrictions on Awards: Must be a 501(c)(3) organization or scholarship recipient attending an eligible institution.

Statement 14
Form 990-PF, Part XIV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Aldersgate United Methodist Church 1207 W. Dixon Boulevard Shelby NC 28152			Christmas Store Project	\$ 10,000.

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Statement 14 (continued)
Form 990-PF, Part XIV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Boy Scouts of America PO Box 1059 Gastonia NC 28053			Scouting in Cleveland County	\$ 8,000.
Boys & Girls Club of Cleveland Co. PO Box 2001 Shelby NC 28151			After school and summer camp programs	40,000.
Children's Homes of Cleveland Count PO Box 2053 Shelby NC 28151			General Support	40,000.
Cleveland Co. Arts Council 111 S. Washington Street Shelby NC 28150			Arts in Education Programs	15,000.
Cleveland Co. Business Dev Center, 7 North Lafayette Street, Shelby NC 28150			Emerging Leaders Academy	10,000.
Cleveland Co. Family YMCA 411 Cherryville Highway Shelby NC 28150			General Support	151,000.
Cleveland Co. Rescue Mission PO Box 1272 Shelby NC 28151			Emergency Winter Overnight Shelter Project	30,000.
Cleveland Co. School Ed Foundation 400 West Marion Street Shelby NC 28150			Charles Dover Incentive Grant	5,500.
Communities in School 312 West Marion Street Shelby NC 28150			Graduation Coach Program	16,474.
Community Math Academy PO Box 687 Shelby NC 28151			General Support	20,000.
Crossroads Rescue Mission 206 Mt. Sinai Church Road Shelby NC 28152			Unrestricted operating funding	5,000.
Dover Baptist Church 1501 Polkville Road Shelby NC 28150			General Support	25,500.

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Statement 14 (continued)
Form 990-PF, Part XIV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Gardner-Webb University PO Box 955 Boiling Springs NC 28017			Scholarship	\$ 47,000.
Greater Cleveland Co. Baptist Assoc 1175 Wyke Road Shelby NC 28150			Christmas Toy Drive	10,000.
Habitat for Humanity PO Box 2908 Shelby NC 28151			Young Street Revitalization Project	10,000.
Hospitality House of Charlotte 1400 Scott Avenue Charlotte NC 28203			Guest Assistance Program	6,000.
Junior Charity League of Shelby PO Box 1324 Shelby NC 28151			Clothe-A-Child	10,000.
Mt. Calvary Baptist Church 422 Carolina Avenue Shelby NC 28150			Literacy & Enrichment Program	30,000.
NCBM Shelby Mission Camp PO Box 1047 Shelby NC 28151			Construction Ministry	60,000.
North Carolina Symphony 3700 Glenwood Avenue Raleigh NC 27612			Ensembles in Cleveland County Schools	3,500.
Salvation Army 311 N. Lafayette Street Shelby NC 28150			Emergency social services & food pantry	70,000.
Sandy Run Baptist Church PO Box 297 Mooresboro NC 28114			General Support	10,000.
Shelby High School 230 East Dixon Boulevard Shelby NC 28152			Theatre Dept. Followspots	10,955.
UNC Chapel Hill University Cashier Chapel Hill NC 27599			Scholarship	40,000.

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Statement 14 (continued)
Form 990-PF, Part XIV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
United Way of Cleveland County PO Box 2242 Shelby NC 28151			General Support	\$ 7,500.
Walls Memorial Baptist Church 2223 Elizabeth Avenue Shelby NC 28150			Health & Youth Ministries, Men on Mission	3,000.
Washington Outreach Ministry PO Box 507 Waco NC 28169			Emergency Food Pantry Program	10,000.
Young Life PO Box 1757 Shelby NC 28151			General Support	17,000.
Abuse Prevention Council PO Box 2589 Shebly NC 28151			General Operating	2,000.
Association for the Welfare of Animals PO Box 564 Shelby NC 28150			Doghouse Derby & Spay/Neuter Program	1,000.
Mental Health Association of Cleveland PO Box 623 Shelby NC 28151			General Support	20,000.
Poplar Springs Baptist Church 1106 Poplar Springs Church Rd Shelby NC 28152			Camp HoriSon	3,000.
Union Baptist Church 3800 Polkville Rd. Shelby NC 28151			General Support	200.
Anderson University 316 Boulevard Anderson SC 29621			Scholarship	15,000.
Appalachian State University 287 Rivers St Boone NC 28608			Scholarship	15,000.

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Statement 14 (continued)
Form 990-PF, Part XIV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
NC State University 1000 Harris Hall Raleigh NC 27695			Scholarship	\$ 25,000.
Wake Forest University 1834 Wake Forest Rd Winston Salem NC 27109			Scholarship	15,000.
Feeding Kids Cleveland County PO Box 405 Boling Springs NC 28017			Food & Bank Home Delivery Program	8,120.
Presbyterian Church PO Box 643700 Pittsburg PA 15264			Earthquake Project	1,000.
Burns Middle School 215 Shady Grove Road Lawndale NC 28090			Hand on Equations Program, Orchestra, and Choral	2,000.
Cleveland Vocational Industries 650 N Post Rd Shelby NC 28150			Allie's Cafe Equipment Replacement Project	11,000.
Turning Point Academy 409 West Sumter Street Shelby NC 28150			Thanksgiving Dinner & Student Needs	40,200.
Ronald McDonald House 1613 E. Morehead Street Charlotte NC 28207			Keep Cleveland Co. Families Together Project	5,000.
Eastside Baptist Church 1165 Wyke Road Shelby NC 28150			100th Anniversary Recognition	300.
Hope's Chest, Inc. 1042 Sam Lattimore Rd Shelby NC 28152			In Honor of Patricia Noggle	1,000.
Crest Middle School 315 Beaver Dam Church Rd Shelby NC 28152			Athletics	2,524.
Paul & Marion Ramseur Foundation 2026 Kingston Road Kingston NC 28150			Reading & Literacy Nature Program	10,000.

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Statement 14 (continued)
Form 990-PF, Part XIV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
A New Beginning of Life Outreach Ministr 422 Tate Terrace Kings Mountain NC 28066			General Support	\$ 2,000.
Cleveland Community Cares 323 S. Lafayette Street Suite E Shelby NC 28150			i.SMILE Senior Meal Program	20,000.
Rainbow Connection PO Box 1444 Shelby NC 28151			Daycare Scholarships	1,000.
Broad River Community Market 801 Jefferson St Shelby NC 28150			General Support	2,000.
Christ Covenant Ministries 1050 Sam Lattimore Rd Shelby NC 28152			General Support	6,000.
Community Foundation of Western NC 4 Vanderbilt Park Dr #300 Asheville NC 28803			General Support	100,000.
Duke University 2127 Campus Drive Durham NC 27708			General Support	10,000.
Foothills Farmers Market, Inc 126 W Marion St Shelby NC 28150			General Support	3,000.
Jamerson Technology Electrical Training 341 Hudson St Shelby NC 28150			General Support	6,500.
James Love Elementary School 309 James Love School Rd Shelby NC 28152			General Support	1,000.
North Elementary School 900 N Ramseur St Kings Mountain NC 28086			General Support	4,300.

Dover Foundation Inc

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Statement 14 (continued)
Form 990-PF, Part XIV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Patterson Springs Baptist Church 2107 Cleveland Ave Grover NC 28073			General Support	\$ 5,000.
Polkville Baptist Church 4214 Polkville Rd Polkville NC 28136			General Support	11,710.
			Total	<u>\$ 1,071,283.</u>

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**Average Monthly Fair Market Value of Securities
Form 990-PF, Part IX, Line 1a**

Security	January	February	March	April	May	June	July	August	September	October	November	December
Averages	<u>19,779,218</u>	<u>19,946,936</u>	<u>20,448,168</u>	<u>20,352,702</u>	<u>20,206,185</u>	<u>20,570,510</u>	<u>20,755,329</u>	<u>20,935,473</u>	<u>21,281,166</u>	<u>21,177,274</u>	<u>21,326,806</u>	<u>21,475,523</u>
Totals	<u>248,255,290</u>	Number of Months		<u>12</u>								
Average Monthly Fair Market Value <u>20,687,941</u>												

Average Monthly Cash Balances
Form 990-PF, Part IX, Line 1b

Cash Bal.	January	February	March	April	May	June	July	August	September	October	November	December
Averages	<u>197,811</u>	<u>205,135</u>	<u>40,519</u>	<u>19,819</u>	<u>25,963</u>	<u>28,697</u>	<u>131,328</u>	<u>157,447</u>	<u>56,208</u>	<u>166,270</u>	<u>162,443</u>	<u>39,850</u>
Totals	<u>1,231,490</u>	Number of Months		<u>12</u>								
Average Monthly Cash Balances	<u>102,624</u>											

**Application for Extension of Time To File an Exempt Organization
Return or Excise Taxes Related to Employee Benefit Plans**

OMB No. 1545-0047

**File a separate application for each return.
Go to www.irs.gov/Form8868 for the latest information.**

Electronic filing (e-file). You can electronically file Form 8868 to request up to a 6-month extension of time to file any of the forms listed below except for Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts. An extension request for Form 8870 must be sent to the IRS in a paper format (see instructions). For more details on the electronic filing of Form 8868, visit www.irs.gov/e-file-providers/e-file-for-charities-and-non-profits.

Caution: If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-TE and Form 8879-TE for payment instructions.

All corporations required to file an income tax return other than Form 990-T (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Part I – Identification

Type or Print	Name of exempt organization, employer, or other filer, see instructions.	Taxpayer identification number (TIN)
	Dover Foundation Inc	56-0769897
File by the due date for filing your return. See instructions.	Number, street, and room or suite number. If a P.O. box, see instructions.	
	PO Box 208	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	Shelby, NC 28151	

Enter the Return Code for the return that this application is for (file a separate application for each return) **04**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 4720 (other than individual)	09
Form 4720 (individual)	03	Form 5227	10
Form 990-PF	04	Form 6069	11
Form 990-T (section 401(a) or 408(a) trust)	05	Form 8870	12
Form 990-T (trust other than above)	06	Form 5330 (individual)	13
Form 990-T (corporation)	07	Form 5330 (other than individual)	14
Form 1041-A	08	Form 990-T (governmental entities)	15

• After you enter your Return Code, complete either Part II or Part III. Part III, including signature, is applicable only for an extension of time to file Form 5330.

• If this application is for an extension of time to file Form 5330, you must enter the following information.

Plan Name _____
Plan Number _____
Plan Year Ending (MM/DD/YYYY) _____

Part II – Automatic Extension of Time To File for Exempt Organizations (see instructions)

The books are in the care of Amanda Gragg PO Box 208 Shelby NC 28151

Telephone No. (704) 487-8888 Fax No. _____

• If the organization does not have an office or place of business in the United States, check this box

• If this is for a Group Return, enter the organization's four-digit Group Exemption Number (GEN) _____

If this is for the whole group, check this box.

If it is for part of the group, check this box and attach a list with the names and TINs of all members the extension is for.

1 I request an automatic 6-month extension of time until 11/15, 2025, to file the **exempt organization return** for the organization named above. The extension is for the organization's return for:

calendar year 2024 or
 tax year beginning _____, 20____, and ending _____, 20____.

2 If the tax year entered in line 1 is for less than 12 months, check reason:

Initial return Final return Change in accounting period

3a If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$	7,816.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$	7,816.