**About Golden LEAF**

**Our Purpose**
Established in 1999, the Golden LEAF Foundation was created to manage one-half of North Carolina’s share of funds from the Master Settlement Agreement with tobacco companies. Golden LEAF supports tobacco-dependent, economically distressed and rural communities in North Carolina working to transition to more prosperous and stable economies.

**Applying for a Grant**
Golden LEAF focuses grantsmaking in areas that show the most promise for assisting targeted communities with economic transition or diversification. Priority areas include agriculture, job creation and retention, and workforce preparedness. Golden LEAF makes grants to 501(c)(3) nonprofits and governmental entities. Click here to read information about our programs and application process.

**Open Door Policy**
Golden LEAF welcomes eligible entities to request funding for projects that are consistent with Golden LEAF’s priorities. The Foundation encourages potential applicants to visit our website to read more about program priorities and to contact programs staff to discuss project ideas or other issues before submitting a grant application or letter of inquiry. Call 888-684-8404 or click here for a list of programs staff.

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**Letter from the Chair & President**

In 2010, the Golden LEAF Foundation took bold steps to maximize the benefit of its work for tobacco-dependent, economically distressed and rural communities.

Golden LEAF awarded a $24 million grant to MCNC to help leverage over $75 million in federal broadband funds that will help bring middle-mile fiber to hundreds of community anchor institutions, such as schools, libraries, hospitals, community colleges, and even universities, across 69 counties. The federal grant to MCNC was one of the largest in the nation, and Golden LEAF’s ability to provide the necessary local match will help advance broadband access to the most remote areas of our state by years.

It is also expected that the presence of the middle-mile fiber will allow private companies to serve even more businesses and homes in rural North Carolina than ever before.

The Foundation also had a record-setting year in its Community Assistance Initiative, which serves North Carolinians living in our most distressed counties through community-based grantsmaking. Projects in 11 counties were awarded grants in 2010, and this torrid pace will continue in 2011 and 2012. Education, economic development, infrastructure and health care are common priorities that local citizens share during this process, and through this initiative, they are able to see their input make a difference in Golden LEAF grantsmaking in their communities.

As we continue to recover from the recession, we were excited to see that economic development opportunities began growing in 2010, a trend that is continuing into 2011. The Foundation made a number of grants to help job creation projects come to reality from Robeson County in the southeast to Graham County in the far west. We take pride in our strategic and targeted grantsmaking that fills the funding gap that state and local governments cannot provide and results in jobs for North Carolinians that otherwise would have been lost to another state or nation.

Agriculture, our traditional strength as a state, has remained a strong economic sector even in these tough times. Through special grant cycles in local foods and agri-biotechnology, Golden LEAF is providing support to help farmers diversify and add value to their products, thereby supporting North Carolina’s economy.

We also provided new opportunities through our Golden LEAF Scholars program. 100 Golden LEAF Scholars from 74 counties chose to obtain leadership training, learn about rural North Carolina, and to begin internships in their home communities this summer. This effort culminated two years of analysis and evaluation about how to help talented North Carolina students stay connected to rural North Carolina, and possibly locate in rural areas to pursue careers after graduation.

In total, Golden LEAF awarded 159 grants totaling over $73 million in 2010. Our ability to continue to award meaningful grants to help tobacco-dependent, economically distressed and rural communities at this level depends on two things: the returns on our investments and the ongoing payments from the Master Settlement Agreement. In 2010 alone, our investments earned $67 million and since inception have earned a total of $214 million. We continue to be good stewards of the resources and use the MSA payments wisely to ensure that the Golden LEAF money gets to where it should go – communities like yours.

We are grateful for a tremendous 2010, and look forward to even better things to come.
In 2010, the Golden LEAF Foundation awarded 159 grants totaling $73,273,889.17 to a diverse set of projects across the state. Click here to see the list of calendar year 2010 awards.

The grant awards are broken down according to the following Golden LEAF grant programs/initiatives. Grant awards included, but were not limited to:
- more than $24 million for the Golden LEAF Rural Broadband Initiative, which will provide 69 mostly rural communities with high-speed broadband and leverage over $75 million from a federal grant available through the American Recovery and Reinvestment Act,
- more than $23 million to projects in Tier 1 counties through the Community Assistance Initiative,
- more than $8.7 million to support job creation projects that were at risk without Golden LEAF support through the Foundation's Economic Catalyst program,
- more than $5.9 million through the Foundation’s Open Grants Program for projects related to agriculture, job creation and retention and workforce preparedness,
- more than $2.9 million for scholarship aid to help students from rural, distressed communities attend college through Golden LEAF Scholarships,
- more than $2.1 million to support an AgBiotech Initiative to support agbiotech efforts in the northeast and western parts of the state,
- more than $1.9 million to support local foods efforts across the state.

As of April 2011, Golden LEAF has awarded 1,071 grants totaling over $497 million since its inception. Click here to search Golden LEAF’s grant awards.

2010 Grant Awards

Our Grant Programs/Initiatives
The Golden LEAF Foundation is committed to using the funds entrusted to it for projects that show the most potential for strengthening North Carolina’s long-term economy, especially in tobacco-dependent, economically distressed, and/or rural communities. Golden LEAF’s grant programs and initiatives are only available to 501(c)(3) nonprofits and governmental entities.

Open Grants Program
In the Open Grants Program, Golden LEAF’s grantsmaking is focused in the areas of Agriculture, Job Creation and Retention and Workforce Preparedness. The Open Grants process makes funding opportunities available throughout the year. Click here for more information about applying for an Open Grants Program.

Economic Catalyst
The Foundation’s Economic Catalyst Program awards job creation assistance grants to eligible entities who help industry locate or expand through eligible activities in tobacco-dependent or economically distressed areas of the state. Applicants are strongly encouraged to contact Golden LEAF staff to discuss the potential projects and conditions that may be applicable prior to submitting an application. Click here for more information about applying for an Economic Catalyst grant.

Community Assistance Initiative
The Community Assistance Initiative is a facilitated grant process targeting the needs of communities designated “Tier 1” by the NC Department of Commerce. Click here to read more about the Community Assistance Initiative.

Scholarships
Golden LEAF awards scholarships for students from qualifying counties to attend participating North Carolina colleges and universities. As of March 2011, Golden LEAF has awarded more than $18 million to college and university systems in North Carolina for scholarships to 6,456 individuals from rural North Carolina. Click here for more information about Golden LEAF Scholarship opportunities.

Our News
To keep up with Golden LEAF’s latest news, grant program opportunities and grantee accomplishments, click here to sign up for our e-newsletter (LEAF Lines) and our media mentions throughout the state (Golden LEAF News). Click here to view past editions of LEAF Lines. Click here for Golden LEAF News.

Golden LEAF Rural Broadband Initiative
The Golden LEAF Foundation Board of Directors awarded $24 million grant to MCNC for the Golden LEAF Rural Broadband Initiative (GLRBI) in April 2010. The GLRBI will provide a total of 69 counties in rural North Carolina with high-speed broadband fiber and will build approximately 1,300 miles of new, middle-mile fiber throughout the state. The Golden LEAF grant provided matching funds for Round Two of the federal Broadband Technology Opportunities Program (BTOP2). MCNC received $75.75 million from BTOP2 to support the GLRBI.
## Our Financials

The Foundation's financial statements undergo an annual audit, which was conducted by BDO USA, LLP. BDO USA, LLP audited our financial statements for the year ended June 30, 2010. The Foundations' financial statements are presented in conformity with the accounting principles and reporting guidelines established by the Governmental Accounting Standards Board (GASB). BDO USA, LLP expressed an unqualified opinion on these financial statements. A copy of BDO USA, LLP's audit report dated September 30, 2010 may be viewed on the Golden LEAF web site, [www.goldenleaf.org](http://www.goldenleaf.org).

### Statement of Net Assets and Governmental Fund Balance Sheet June 30, 2010

<table>
<thead>
<tr>
<th>General Fund</th>
<th>Reclassifications and Eliminations</th>
<th>Statement of Net Assets</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>ASSETS</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Cash and cash equivalents $1,160,932</td>
<td>$</td>
<td>$1,160,932</td>
</tr>
<tr>
<td>Sales tax refund and other receivables 2,242</td>
<td>-</td>
<td>2,242</td>
</tr>
<tr>
<td>Prepaid items 79,897</td>
<td>-</td>
<td>79,897</td>
</tr>
<tr>
<td>Investments 638,322,381</td>
<td>-</td>
<td>638,322,381</td>
</tr>
<tr>
<td>Capital assets-nondepreciable - 927,771</td>
<td></td>
<td>927,771</td>
</tr>
<tr>
<td>Capital assets-depreciable, net - 3,094,525</td>
<td></td>
<td>3,094,525</td>
</tr>
<tr>
<td><strong>Total assets</strong> $639,565,452</td>
<td>$4,022,296</td>
<td>$643,587,748</td>
</tr>
<tr>
<td><strong>LIABILITIES</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Accounts payable $102,984</td>
<td>-</td>
<td>102,984</td>
</tr>
<tr>
<td>Accrued liabilities 75,666</td>
<td>-</td>
<td>75,666</td>
</tr>
<tr>
<td>Grants payable 84,369,395</td>
<td>-</td>
<td>84,369,395</td>
</tr>
<tr>
<td><strong>Total liabilities</strong> 84,548,045</td>
<td>-</td>
<td>84,548,045</td>
</tr>
<tr>
<td><strong>NET ASSETS</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Reserved for prepaid items 79,897</td>
<td>(79,897)</td>
<td></td>
</tr>
<tr>
<td>Invested in capital assets, net of debt - 4,022,296</td>
<td>4,022,296</td>
<td>4,022,296</td>
</tr>
<tr>
<td>Unrestricted 554,937,510</td>
<td>79,897</td>
<td>555,017,407</td>
</tr>
<tr>
<td><strong>Total net assets</strong> 555,017,407</td>
<td>4,022,296</td>
<td>559,039,703</td>
</tr>
<tr>
<td><strong>Total liabilities &amp; fund balances/net assets</strong> $639,565,452</td>
<td>$4,022,296</td>
<td>$643,587,748</td>
</tr>
</tbody>
</table>

### Statement of Activities and Governmental Fund Revenues, Expenditures, and Changes in Fund Balance June 30, 2010

<table>
<thead>
<tr>
<th>General Fund</th>
<th>Reclassifications and Eliminations</th>
<th>Statement of Activities</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>REVENUES</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Proceeds from state settlement $73,179,244</td>
<td>-</td>
<td>$73,179,244</td>
</tr>
<tr>
<td>Investment income, net 66,762,679</td>
<td>-</td>
<td>66,762,679</td>
</tr>
<tr>
<td>Other income 5,040</td>
<td>-</td>
<td>5,040</td>
</tr>
<tr>
<td><strong>Total revenues</strong> 139,946,963</td>
<td>-</td>
<td>139,946,963</td>
</tr>
<tr>
<td><strong>EXPENDITURES/EXPENSES</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Grant distributions 65,004,216</td>
<td>-</td>
<td>65,004,216</td>
</tr>
<tr>
<td>Administrative costs 2,343,034</td>
<td>-</td>
<td>2,343,034</td>
</tr>
<tr>
<td>Capital outlays 5,888</td>
<td>(5,888)</td>
<td></td>
</tr>
<tr>
<td>Loss on fixed assets -</td>
<td>9</td>
<td></td>
</tr>
<tr>
<td>Depreciation expense -</td>
<td>107,430</td>
<td>107,430</td>
</tr>
<tr>
<td>Interest expense 340,875</td>
<td>-</td>
<td>340,875</td>
</tr>
<tr>
<td><strong>Total expenses</strong> 67,694,013</td>
<td>101,551</td>
<td>67,795,564</td>
</tr>
<tr>
<td><strong>Excess revenues over (under) expenses</strong> 72,252,950</td>
<td>(101,551)</td>
<td>72,151,399</td>
</tr>
<tr>
<td><strong>Change in fund balance/net assets</strong> 72,252,950</td>
<td>(101,551)</td>
<td>72,151,399</td>
</tr>
<tr>
<td><strong>Net assets, beginning of year</strong> 482,764,457</td>
<td>4,123,847</td>
<td>486,888,304</td>
</tr>
<tr>
<td><strong>Fund Balance/Net assets, end of year</strong> $555,017,407</td>
<td>$4,022,296</td>
<td>$559,039,703</td>
</tr>
</tbody>
</table>
Our Board of Directors

Golden LEAF’s 15-member board is appointed by the North Carolina Governor, the President Pro-Tempore of the Senate and the Speaker of the House of Representatives.

Edgar M. Roach, Jr.
Board Chairman
Chapel Hill, NC
McGuire Woods/Retired Virginia Power/N.C. Power
Appointed by Governor

Michael A. Almond
Piney Creek, NC
Appointed by Speaker of the House

Wade Barber
Pittsboro, NC
Wade Barber, PLLC
Appointed by Speaker of the House

Paul Brooks
Pembroke, NC
Appointed by Governor

Jessie Thomas Bunn
Raleigh, NC
US Tobacco Cooperative Inc.
Appointed by Speaker of the House

William “Billy” Clarke
Asheville, NC
Roberts & Stevens, PA
Appointed by President Pro Tem of the Senate

S. Lawrence Davenport
Greenville, NC
J.P. Davenport and Son, Inc.
Appointed by Speaker of the House

Billy Ray Hall
Angier, NC
North Carolina Rural Economic Development Center
Appointed by Governor

James H. Johnson
Pittsboro, NC
UNC-Chapel Hill
Appointed by Speaker of the House

Yvonne Johnson
Greensboro, NC
One Step Further
Appointed by Governor

Rev. Lacy Joyner
Oxford, NC
First Baptist Church, Oxford
Appointed by President Pro Tem of the Senate

David T. Stephenson, III
Lumberton, NC
Farmer/ S&P Tobacco Inc.
Appointed by President Pro Tem of the Senate

Tom Taft
Greenville, NC
Taft, Taft & Haigler, PA
Appointed by Governor

Debbie E. Worley
Princeton, NC
Farmer
Appointed by President Pro Tem of the Senate

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Wanda Barnes
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Beth Edmondson
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