

DOMINION RESOURCES INC /VA/

Form 5

February 13, 2002

1. Name and Address of Reporting Person
Trueheart, James L.
One James River Plaza
701 East Cary Street
21st Floor
Richmond, VA 23219
2. Issuer Name and Ticker or Trading Symbol
DOMINION RESOURCES, INC. (D)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year
2001
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Group Vice President and Chief Administrative Officer
7. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

TABLE I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Trans- action Date (Month/ Day/ Year)	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D)			5. Amount of Underlying Securities
			Amount	A/D	Price	
Common Stock	01/22/2001	F	-434	D	\$0.0000	
Common Stock	01/26/2001	A	6667	A	\$0.0000	97594
Common Stock						7322
Common Stock						127

TABLE II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Deriv- ative Security	3. Transac- tion Date (Month/ Day/Year)	4. Transac- tion Code	5. Acquired (A) or Disposed (D) (A) (D)	6. Number of Derivative Securities Acquired (A) or Disposed (D)	7. Date Exer- cisable and Expiration Date (Month/Day/Year)	8. Title and Amount of Underlying Securities or Number of Shares
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Stock Option	\$41.25					05/17/2009	Common Stock		
Stock Option	\$42.3125	01/01/2001	A 4	13800		12/17/2001 01/21/2010	Common Stock	138000	\$
Stock Option	\$59.96	07/01/2001	A	66666		03/01/2002 01/01/2008	Common Stock	66666	\$
Stock Option	\$59.96	07/01/2001	A	66667		03/01/2002 01/01/2009	Common Stock	66667	\$
Stock Option	\$59.96	07/01/2001	A	66667		03/01/2002 01/01/2010	Common Stock	66667	\$

Explanation of Responses:

SIGNATURE OF REPORTING PERSON
/s/ James L. Trueheart

DATE
02/13/2002