Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052
2013
Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: Ned R McWherter Charitable Foundation, Inc
Number and street (or P O box number if mail is not delivered to street address): P O Box 1762
Room/suite:
City or town: Jackson
State: TN
ZIP code: 38302
Foreign country name:
Foreign province/state/county:
Foreign postal code:

A Employer identification number: 62-1657841
B Telephone number (see instructions): (731) 423-3676
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 ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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 foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 2,308,721

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)
(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) (see instructions))*

			(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 (attach schedule)	162,888			
	2	Check ▶☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	19	19		
	4	Dividends and interest from securities	59,233	59,233		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	42,802			
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		42,802		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances 163,141				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	264,942	102,054	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	3,000			3,000
	14	Other employee salaries and wages	-			
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	5,813			5,813
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	10,078	10,078		10,078
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	1,345			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	20,236	10,078	0	18,891
	25	Contributions, gifts, grants paid	114,000			114,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	134,236	10,078	0	132,891
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	130,706			
	b	**Net investment income** (if negative, enter -0-)		91,976		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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For Paperwork Reduction Act Notice, see instructions.
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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			
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ 40,313			
		Less allowance for doubtful accounts ▶		40,313	40,313
	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 schedule) ▶			
		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)	905,893	993,698	2,260,661
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment. basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment. basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	1,747	7,747	7,747
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	907,640	1,041,758	2,308,721
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 ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	907,640	1,041,758	
	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** (see instructions)	907,640	1,041,758	
	31	**Total liabilities and net assets/fund balances** (see instructions)	907,640	1,041,758	

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	907,640
2	Enter amount from Part I, line 27a	2	130,706
3	Other increases not included in line 2 (itemize) ▶ Adjustment To BV	3	3,412
4	Add lines 1, 2, and 3	4	1,041,758
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 30	6	1,041,758

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	See Attached Schedule			
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				
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(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	
a				
b				
c				
d				
e				

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 42,802

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 0

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))
2012	258,135	1,658,659	0 155629
2011	23,944	1,168,747	0.020487
2010	32,935	725,536	0.045394
2009	41,649	660,745	0 063033
2008	90,497	863,096	0.104852

2	**Total** of line 1, column (d)	2	0.389395
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	0.077879
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,088,676
5	Multiply line 4 by line 3	5	162,664
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	920
7	Add lines 5 and 6	7	163,584
8	Enter qualifying distributions from Part XII, line 4	8	132,891

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			1	1,840
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-)			2	0
3	Add lines 1 and 2			3	1,840
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	1,840
6	Credits/Payments:				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	402		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	6,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	6,402
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	62
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	4,500
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax**▶ 4,500 **Refunded** ▶			11	

Part VII-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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		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?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ▶ $ ____________ (2) On foundation managers. ▶$ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ____________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
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?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		X
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
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?	6	X	
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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ Tennessee			
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 2013 or the taxable year beginning in 2013 (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)*

			Yes	No
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)	11		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)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶

14 The books are in care of ▶ Michael R McWherter Telephone no. ▶ (731) 423-3676

Located at ▶ P.O Box 1762, Jackson, TN ZIP+4 ▶ 38302

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 ▶ 15

			Yes	No
16	At any time during calendar year 2013, 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?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

			Yes	No
	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)·			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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) ☐ Yes ☒ 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)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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 2013?	1c		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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 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	N/A	
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? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 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 2013.)*	3b	N/A	
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 2013?	4b		X

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·

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ 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? ☐ Yes ☒ No

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)? **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** N/A

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 (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
Michael R McWherter P O Box 1762 Jackson, TN 38302	President .25	0		
Madelyn B. Pritchett P.O Box 1762 Jackson, TN 38302	Secretary 50	3,000		
Mary Jane McWherter P.O Box 1762 Jackson, TN 38302	Director 00	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 ▶

Part VIII 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 ▶

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	Expenses
1 The Foundation makes grants to other organizations for charitable purposes. Accordingly, it is a non-operating or grant-making foundation. Attached is a schedule of recipients.	
2	
3	
4	

Part IX-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	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0

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	2,072,423
	b	Average of monthly cash balances			1b	
	c	Fair market value of all other assets (see instructions)			1c	48,060
	d	**Total** (add lines 1a, b, and c)			1d	2,120,483
	e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e			
2		Acquisition indebtedness applicable to line 1 assets			2	
3		Subtract line 2 from line 1d			3	2,120,483
4		Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)			4	31,807
5		**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	2,088,676
6		**Minimum investment return.** Enter 5% of line 5			6	104,434

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	104,434
2a		Tax on investment income for 2013 from Part VI, line 5	2a	1,840		
	b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
	c	Add lines 2a and 2b			2c	1,840
3		Distributable amount before adjustments. Subtract line 2c from line 1			3	102,594
4		Recoveries of amounts treated as qualifying distributions			4	
5		Add lines 3 and 4			5	102,594
6		Deduction from distributable amount (see instructions)			6	
7		**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	102,594

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	132,891
	b	Program-related investments—total from Part IX-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 V, line 8, and Part XIII, line 4	4	132,891
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 (see instructions)	5	
6		**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	132,891

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 2012	(c) 2012	(d) 2013
1	Distributable amount for 2013 from Part XI, line 7					102,594
2	Undistributed income, if any, as of the end of 2013:					
a	Enter amount for 2012 only				0	
b	Total for prior years: 20____, 20____, 20____					
3	Excess distributions carryover, if any, to 2013:					
a	From 2008	23,630				
b	From 2009	8,979				
c	From 2010					
d	From 2011					
e	From 2012	177,892				
f	**Total** of lines 3a through e		210,501			
4	Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 132,891					
a	Applied to 2012, but not more than line 2a					
b	Applied to undistributed income of prior years (Election required—see instructions)					
c	Treated as distributions out of corpus (Election required—see instructions)					
d	Applied to 2013 distributable amount					102,594
e	Remaining amount distributed out of corpus		30,297			
5	Excess distributions carryover applied to 2013. *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e. Subtract line 5		240,798			
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					
d	Subtract line 6c from line 6b Taxable amount—see instructions					
e	Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions				0	
f	Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014					0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)		23,630			
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		217,168			
10	Analysis of line 9:					
a	Excess from 2009	8,979				
b	Excess from 2010					
c	Excess from 2011					
d	Excess from 2012	177,892				
e	Excess from 2013	30,297				

Part XIV Private Operating Foundations (see instructions and Part VII-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 2013, 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	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed . . .					0
d Amounts included in line 2c not used directly for active conduct of exempt activities . .					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . .					0
3 Complete 3a, b, or c for the alternative test relied upon.					
a "Assets" alternative test—enter: (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i) . . .					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed .					0
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) . .					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . .					0
(3) Largest amount of support from an exempt organization . .					0
(4) Gross investment income .					0

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).)

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.

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*				
See Attached Schedule				114,000
Total . . . . ▶ 3a				114,000
b *Approved for future payment*				
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 (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					19
4 Dividends and interest from securities					59,233
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					42,802
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a Contributions					162,888
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		0	264,942

13 **Total.** Add line 12, columns (b), (d), and (e) 13 264,942

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
3,4,8,11	Investment and other income allowed the Foundation to make grants without reducing investable assets

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

			Yes	No
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	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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.

(a) Line no	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

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

Signature of officer or trustee

11/7/14
Date

President
Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
David Bate Parsons		11/4/2014		P00018929

Firm's name ▶ David Bate Parsons, Attorney At Law — Firm's EIN ▶ 46-4034301

Firm's address ▶ 323 Union Street, Suite 300, Nashville, TN 37201 — Phone no (615) 760-2376

Schedule B
(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Name of the organization	Employer identification number
Ned R McWherter Charitable Foundation, Inc.	62-1657841

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of $5,000 or more during the year . . . . ▶ $ ____________________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

HTA

Name of organization	Employer identification number
Ned R. McWherter Charitable Foundation, Inc.	62-1657841

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Ned R. McWherter CLUT M. McWherter, Trustee P O. Box 1762 Jackson TN 38302 Foreign State or Province Foreign Country	$ 162,888	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	Foreign State or Province Foreign Country	$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	Foreign State or Province Foreign Country	$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	Foreign State or Province Foreign Country.	$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	Foreign State or Province Foreign Country	$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	Foreign State or Province Foreign Country:	$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . ▶ ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions McWherter Charitable Foundation, Inc	Employer identification number (EIN) or 62-1657841
	Number, street, and room or suite no If a P O box, see instructions P O Box 1762	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions Jackson, TN 38302	

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 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ Michael R McWherter, President
  Telephone No ▶ (615) 760-2376 Fax No ▶ (615) 255-7704
- 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 EINs of all members the extension is for

4 I request an additional 3-month extension of time until 11/15/2014

5 For calendar year 2013 , or other tax year beginning ______, and ending ______.

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension The taxpayer has been unable to gather all the information necessary to file a complete and accurate tax return

8a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	$ 402
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 and any amount paid previously with Form 8868	8b	$ 6,402
c	**Balance due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ 0

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ Title ▶ David Bate Parsons, Attorney Date ▶ 8/14/2014

Form **8868**

(Rev January 2014)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.
▶ Information about Form 8868 and its instructions is at *www.irs.gov/form8868*.

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits.*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only . . . . ▶ ☐

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions McWherter Charitable Foundation, Inc	Employer identification number (EIN) or 62-1657841
	Number, street, and room or suite no If a P.O box, see instructions P O Box 1762	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions Jackson, TN 38302	

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 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ Michael R. McWherter, President

Telephone No. ▶ (615) 760-2376 Fax No ▶ (615) 255-7704

- 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 EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15/2014, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ ☒ calendar year 2013 or

▶ ☐ tax year beginning ______, and ending ______.

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-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	$ 402
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	$ 402
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	$ 0

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

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Ned R. McWherter Charitable Foundation, Inc.
EIN 62-1657841

2013 Return Of Private Foundation, Form 990-PF

Detail Of Legal Fees
Part I, Line 16 (a), Column (a)

Name Of Provider	Amount
Baker, Campbell & Parsons 200 Fourth Avenue North, Suite 1000 Nashville, TN 37219	$5,813

Ned R. McWherter Charitable Foundation, Inc.
EIN 62-1657841

2013 Return Of Private Foundation,
Form 990-PF

Detail Of Professional Fees Paid
Part I, Line 16 (c), Column (a)

Name Of Provider	Type Of Service	Amount
Regions Bank 150 4th Avenue N, Suite 900 Nashville, TN 37219	Investment And Custodial Services	$10,078

Ned R. McWherter Charitable Foundation, Inc.
EIN 62-1657841

2013 Return Of Private Foundation,
Form 990-PF

Summary Of Taxes
Part I, Line 18, Column (a)

Description	**Amount**
Federal excise taxes on investment income	$1,345

Ned R. McWherter Charitable Foundation, Inc.
EIN 62-1657841

2013 Return Of Private Foundation,
Form 990-PF

Accounts Receivable
Part II, Line 3

Description	Beginning Of Year Book Value	End Of Year Book Value	End Of Year Fair Market Value
Contribution Receivable From McWherter CLUT (In Transit)	$ -0-	$40,313	$40,313

Ned R. McWherter Charitable Foundation, Inc.
EIN 62-1657841

2013 Return Of Private Foundation, Form 990-PF

Investments In Securities
Part II, Line 10b, Columns (b) And (c)

Stocks And Mutual Funds	Shares	Book Value	Fair Market Value
Allergan, Inc.	140	$ 7,570	$ 15,551
American Express	200	6,296	18,146
Anadarko Petroleum	175	12,668	13,881
Apple, Inc.	35	15,894	19,635
Bank Of America	3,425	7,816	53,327
Baxter International	100	6,142	6,955
Blackrock, Inc.	40	8,076	12,658
Broadcom Corp.	345	12,066	10,228
CVS Health Corp.	225	7,693	16,103
Caterpillar, Inc.	100	5,182	9,081
Chevron Corp.	115	5,903	14,364
Cisco Systems	375	5,489	8,411
Danaher Corp.	150	9,282	11,580
Walt Disney Co.	150	8,138	11,460
EMC Corp.	500	12,036	12,575
Exxon Mobil	115	3,075	11,638
Ford Motor Company	375	4,965	5,786
General Electric	525	12,364	14,716
Honeywell International	66	4,960	6,030
Intel Corp.	400	8,400	10,382
Ishares MSCI Emerging Mkt	375	15,801	15,673
Ishares MSCI EAFE ETF	725	49,792	48,644
Ishares Core S&P Mid-Cap ETF	650	50,189	86,977
Ishares Core S&P Small-Cap ETF	875	52,197	95,489
JP Morgan Chase	175	4,797	10,234
Johnson & Johnson	125	6,031	11,448
Juniper Networks	250	5,955	5,643
Lowe's Companies	225	8,631	11,149
McDonald's Corp.	85	7,411	8,248
McKesson Corp.	115	12,837	18,561
Merck & Co.	250	8,910	12,513
Microsoft Corp.	325	8,806	12,158
Monsanto Co.	100	7,306	11,655

Ned R. McWherter Charitable Foundation, Inc.
EIN 62-1657841

2013 Return Of Private Foundation,
Form 990-PF

Investments In Securities
Part II, Line 10b, Columns (b) And (c) [Continued]

Stocks And Mutual Funds	Shares	Book Value	Fair Market Value
Franklin Mutual Quest	14,420.977	$45,182	$262,173
Franklin Mutual Beacon	13,090.743	2	221,364
Franklin Mutual Discovery	11,896.794	40,285	401,160
Nextera Energy	150	7,828	12,843
Oracle Corp.	275	4,031	10,522
Pepsico, Inc.	125	8,897	10,368
Phillips Morris	165	7,509	14,376
Phillips 66	100	6,146	7,713
Praxair	90	10,025	11,703
Procter & Gamble	150	8,067	12,212
Prudential Financial	150	6,835	13,833
Qualcomm, Inc.	175	7,901	12,993
Schlumberger, Ltd.	205	11,846	18,473
Stryker Corp.	175	6,991	13,150
SunTrust Banks	1,025	1	37,730
TJX Cos	200	10,072	12,746
Target Corp.	125	8,637	7,909
Texas Instruments	350	12,527	15,369
Thermo Fisher Scientific	200	9,609	22,270
3M Co.	110	9,273	15,428
Tiffany & Co.	125	8,550	11,598
Travelers Co.	150	6,683	13,581
United Technologies	135	7,011	15,363
Verizon Communications	265	8,956	13,022
Visa Inc.	90	8,302	20,041
Wal Mart Stores	115	8,603	9,049
Wells Fargo	1,690	1	76,726
Xcel Energy	350	10,272	9,779
Accenture PLC	150	11,020	12,333
Dodge & Cox Income Fund	16,424.343	208,245	222,221
Regions Tr Cash Equivalents	91,713	91,713	91,713
Total		$993,698	$2,260,661

Ned R. McWherter Charitable Foundation, Inc.
EIN 62-1657841

2013 Return Of Private Foundation,
Form 990-PF

Other Assets
Part II, Line 15

Description	Beginning Of Year Book Value	End Of Year Book Value	End Of Year Fair Market Value
Prepaid Federal Excise Taxes	$1,746	$7,746	$7,746

Ned R. McWherter Charitable Foundation, Inc.
EIN 62-1657841

2013 Return Of Private Foundation,
Form 990-PF

Attachment To
Part IV - Capital Gains And Losses For Tax On Investment Income

Description Of Property Sold	Shares	How Acquired	Date Sold	Date Acquired	Gross Sales Price	Cost Basis	Gain Or Loss
Abbvie, Inc.	175	P	02/05/13	08/16/04	$ 6,540	$ 3,653	$ 2,887
Apache Corp.	85	P	02/05/13	01/08/10	7,245	9,062	(1,817)
McGraw Hill	250	P	02/05/13	02/09/10	11,607	8,513	3,094
Occidential Pet Corp.	100	P	02/05/13	10/25/12	8,834	8,203	631
Staples, Inc.	375	P	02/05/13	03/24/10	5,111	8,848	(3,737)
Signature Bk. Securities Litigation	None	P	02/11/13	Various	2	0	2
Auto Desk, Inc.	225	P	03/27/13	11/22/10	9,192	7,837	1,355
Goldman Sachs Group, Inc.	50	P	03/27/13	04/03/08	7,393	8,924	(1,531)
H. J. Heinz Co.	130	P	03/27/13	10/25/12	9,365	7,469	1,896
Johnson Ctls, Inc.	275	P	03/27/13	10/25/12	9,639	7,199	2,440
Norfolk Southern Corp.	175	P	03/27/13	05/08/08	13,335	10,860	2,475
Robert Half Intl. Inc.	300	P	03/27/13	05/07/09	11,091	7,103	3,988
Abbott Labs	175	P	06/04/13	08/16/04	6,409	3,368	3,041
Emerson Electric Co.	150	P	06/04/13	03/27/13	8,549	8,316	233
Laboratory Corp.	100	P	06/04/13	03/27/13	9,948	8,919	1,029
U.S. Bank Securities Litigation	None	P	08/14/13	Various	22	0	22
Signature Bk. Securities Litigation	None	P	08/30/13	Various	100	0	100

Ned R. McWherter Charitable Foundation, Inc.
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Attachment To
Part IV - Capital Gains And Losses For Tax On Investment Income (Continued)

Description Of Property Sold	Shares	How Acquired	Date Sold	Date Acquired	Gross Sales Price	Cost Basis	Gain Or Loss
Franklin Mutual Quest Fund	Dist	P	09/10/13	Various	$3,895	0	$3,895
Franklin Mutual Discovery Fund	Dist	P	09/10/13	Various	1,466	0	1,466
Franklin Mutual Quest Fund	Dist	P	12/26/13	Various	8,300	0	8,300
Franklin Mutual Discovery Fund	Dist	P	12/26/13	Various	14,862	0	14,862
Broadcom Corp.	245	P	12/31/13	03/27/13	7,269	8,501	(1,232)
Broadcom Corp.	100	P	12/31/13	06/04/13	2,967	3,564	(597)
Total					$163,141	$120,339	$42,802

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Contributors
Part VII-A, Line 10

The following persons became substantial contributors to the Foundation during the year (*i.e.*, they have contributed at least $5,000 in money or other property during the current and prior tax years combined, and those contributions are more than 2% of the total contributions received by the Foundation from its creation through the close of the current tax year). For a trust, this includes the creator of the trust. In the instant case, the late Ned R. McWherter created the trust, scheduled below, at his death.

Name Of Contributors	**Address**
The Ned R. McWherter CLUT Michael R. McWherter, Trustee	P.O. Box 1762 Jackson, TN 38302

Ned R. McWherter Charitable Foundation, Inc.
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Minimum Investment Return
Average Monthly Fair Market Value Of Securities
Part X, Line 1(a)

Month	Value At End Of Each Month
January	$1,910,908
February	1,908,838
March	1,956,695
April	1,989,330
May	2,032,106
June	1,995,165
July	2,082,145
August	2,037,324
September	2,086,908
October	2,282,453
November	2,326,548
December	2,260,661
Total	$ 24,869,081

Average Monthly Fair Market Value = $24,869,081/12 = $2,072,423

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Grants And Contributions Paid During The Year
Part XV, Line 3a

Name And Address	Information Concerning Individual Recipients	Foundation Status Of Recipient	Purpose Of Grant Or Contribution	Amount
The University Of Tennessee UT Foundation Office Of Advancement Services 600 Henley Street, Suite B022 Knoxville, TN 37996	N/A	Government	For The Naifeh Ctr. For Leadership	$5,000
Tennessee FFA Foundation Box 5165 Tennessee Tech University Cookeville, TN 38505	N/A	I.R.C. §501(c)(3)	For Its General Purposes	5,500
Vanderbilt University Vanderbilt Gift Processing 2301 Vanderbilt Place Nashville, TN 37240	NA	Government	For The Keel Hunt Project	1,000
Tennessee Justice Center 301 Charlotte Avenue Nashville, TN 37201	N/A	I.R.C. §501(c)(3)	For Its General Purposes	1,000

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Grants And Contributions Paid During The Year
Part XV, Line 3a (Continued)

Name And Address	Information Concerning Individual Recipients	Foundation Status Of Recipient	Purpose Of Grant Or Contribution	Amount
CDC Of Weakley County P.O. Box 318 Martin, TN 38237	N/A	I.R.C. §501(c)(3)	For Its General Purposes	$1,000
City Of Greenfield 222 North Front Street Greenfield, TN 38230	N/A	Government	For Its General Purposes	500
Dresden Quarterback Club P.O. Box 794 Dresden, TN 38225	N/A	I.R.C. §501(c)(3)	For Its General Purposes	100,000
Total				$ 114,000