



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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. By law, the IRS cannot redact the information on the form.

Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 07-01-2013 , and ending 06-30-2014

Name of foundation ELLISON S AND NOEL P MCKISSICK FOUNDATION		A Employer identification number 57-0739969	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 369		B Telephone number (see instructions) (864) 859-6323	
City or town, state or province, country, and ZIP or foreign postal code EASLEY, SC 29641		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		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, col. (c), line 16) ☐ \$ 19,125,662		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
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)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	378,689	378,689		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	900,671			
	b Gross sales price for all assets on line 6a 4,642,487				
	7 Capital gain net income (from Part IV, line 2) . . .		900,671		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	40	40		
	12 Total. Add lines 1 through 11	1,279,400	1,279,400		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	10,000	5,000		5,000
	c Other professional fees (attach schedule)	82,463	42,463		40,000
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,450	0		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings	2,935	0		0
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	97,848	47,463		45,000
	25 Contributions, gifts, grants paid	785,374			785,374
	26 Total expenses and disbursements. Add lines 24 and 25	883,222	47,463		830,374
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	396,178			
	b Net investment income (if negative, enter -0-)		1,231,937		
	c Adjusted net income (if negative, enter -0-)				

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	368,808	1,832,468	1,832,468
	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 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)	7,727,945 ☒	8,197,527	12,656,933
	c	Investments—corporate bonds (attach schedule).	6,005,652 ☒	4,468,588	4,636,261
	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 ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	14,102,405	14,498,583	19,125,662
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	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	14,102,405	14,498,583	
	30	Total net assets or fund balances (see page 17 of the instructions)	14,102,405	14,498,583	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	14,102,405	14,498,583	

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	14,102,405
2	Enter amount from Part I, line 27a	2	396,178
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	14,498,583
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	14,498,583

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 Additional Data Table			
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	See Additional Data Table		
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	See Additional Data Table		
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	900,671
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	

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 page 18 of 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	800,070	16,905,823	0 047325
2011	752,835	15,958,279	0 047175
2010	586,948	15,925,356	0 036856
2009	690,273	14,612,254	0 047239
2008	428,534	13,336,851	0 032132

2	Total of line 1, column (d).	2	0 210727
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 042145
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	18,144,942
5	Multiply line 4 by line 3.	5	764,719
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	12,319
7	Add lines 5 and 6.	7	777,038
8	Enter qualifying distributions from Part XII, line 4. 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	8	830,374

Part VI

Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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	12,319
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	12,319
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	12,319
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a		4,960
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	4,960
8 Enter any penalty for underpayment of estimated tax Check here ☒ 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	7,359
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 2014 estimated tax Refunded		11	

Part VII-A

Statements Regarding Activities

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	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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.</i>	1b		No
c Did the foundation file Form 1120-POL for this year?.	1c		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ 0 (2) On foundation managers \$ _____ 0			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____ 0			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
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	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) SC _____			
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? <i>If "No," attach explanation</i>	8b		No
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)? <i>If "Yes," complete Part XIV</i>	9		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

Part VII-A

Statements Regarding Activities *(continued)*

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶ROBERT H THOMAS JR Telephone no ▶(864) 859-6323 Located at ▶PO BOX 369 EASLEY SC ZIP +4 ▶29641			
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		
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	Yes	No
See 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

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? ☐ 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 page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		
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		No
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		
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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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		
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		No
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		

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
ELIZABETH M FAUNTLEROY	DIRECTOR	0	0	0
PO BOX 369	0 00			
EASLEY, SC 29641				
CAROLINE MCKISSICK YOUNG	DIRECTOR	0	0	0
PO BOX 369	0 00			
EASLEY, SC 29641				
ELLISON S MCKISSICK III	DIRECTOR	0	0	0
PO BOX 369	0 00			
EASLEY, SC 29641				
ROBERT H THOMAS	TREASURER	0	0	0
PO BOX 369	0 00			
EASLEY, SC 29641				
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 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.		0

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	
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 page 24 of the 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	17,243,081
b	Average of monthly cash balances.	1b	1,178,180
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	18,421,261
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	18,421,261
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	276,319
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	18,144,942
6	Minimum investment return. Enter 5% of line 5.	6	907,247

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	907,247
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	12,319
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	12,319
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	894,928
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	894,928
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	894,928

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	830,374
b	Program-related investments—total from Part IX-B.	1b	0
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	830,374
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	12,319
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	818,055
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				894,928
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			823,923	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 830,374				
a Applied to 2012, but not more than line 2a			823,923	
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 2013 distributable amount.				6,451
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 (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	0			
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 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				888,477
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

Part XIV

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. . . .

Check box to indicate whether the organization 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					
b 85% of line 2a					
c Qualifying distributions from Part XII, 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 X, 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 XV **Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)**

1 Information Regarding Foundation Managers:

■ 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))

• 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 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	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	785,374
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
116 952 DODGE & COX STK FD		2005-08-23	2014-04-25
1717 009 SHS DREYFUS BOSTON CA		2008-08-05	2013-10-29
799 SHS ISHARES CORE TOTAL US BOND		2008-08-05	2014-01-02
579 SHS ISHARES RUSSELL 1000 GROWTH ETF		2009-02-23	2014-04-29
515 SHS ISHARES RUSSELL 1000 VALUE ETF		2009-02-23	2014-04-29
3747 497 SHS PIMCO COMM REAL RET STRAT		2008-09-04	2014-03-28
7958 801 SHS PIMCO TOTAL RET FD		2007-06-27	2013-12-30
3123 655 SHS RS VALUE FUND CL Y		2009-05-18	2014-06-19
2572 334 SHS SSGA EMERG MKTS		2009-05-18	2014-04-25
29 238 SHS DODGE & COX		2005-08-23	2014-04-25
813 965 SHS DREYFUS BOSTON CA		2008-08-05	2013-10-29
517 SHS ISHARES CORE TOTAL US BOND		2008-08-05	2014-01-02
318 SHS ISHARES RUSSELL 1000 GROWTH ETF		2009-02-23	2014-04-29
283 SHS ISHARES RUSSELL 1000 VALUE ETF		2009-02-23	2014-04-29
1843 566 SHS PIMCO COMM REAL RET STRAT		2008-09-04	2014-03-31
5149 813 SHS PIMCO TOTAL RET FD		2007-06-27	2013-12-30
1518 459 SHS RS VALUE FUND CL Y		2009-05-18	2014-06-19
1279 56 SHS SSGA EMERGING MKTS FD		2009-05-18	2014-04-25
1169 522 SHS DODGE & COX		2007-10-25	2014-04-25
9076 052 SHS DREYFUS/BOSTON		2008-08-05	2013-10-29
950 07 SHS DREYFUS/BOSTON		2007-09-25	2013-10-29
6109 SHS ISHARES CORE TOTAL US BOND		2008-08-05	2014-01-02
4050 SHS ISHARES RUSSELL 1000 GROWTH ETF		2012-06-26	2014-04-29
3608 ISHARES RUSSELL 1000 VALUE ETF		2009-02-23	2014-04-29
41709 732 PIMCO COMM REAL RET FD		2008-09-04	2014-03-28
60861 423 SHS PIMCO TOTAL RET FD		2008-05-12	2013-12-30
14170 297 SHS RS VALUE FUND CL Y		2009-05-18	2014-06-19
1538 462 SHS SSGA EMERG MKTS FD		2007-10-25	2013-09-10
15046 715 SHS SSGA EMERG MKTS FD		2007-06-27	2014-04-25
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
20,000		15,786	4,214
58,739		42,644	16,095
85,012		79,573	5,439
49,990		19,514	30,476
49,908		20,166	29,742
22,110		39,910	-17,800
85,000		80,782	4,218
115,950		70,487	45,463
45,093		56,706	-11,613
5,000		3,947	1,053
27,846		20,131	7,715
55,008		51,488	3,520
27,478		10,742	16,736
27,442		11,113	16,329
10,895		19,644	-8,749
55,000		52,271	2,729
56,365		34,247	22,118
22,431		28,290	-5,859
200,000		182,549	17,451
310,492		205,829	104,663
69,564		55,333	14,231
649,989		608,345	41,644
349,592		177,292	172,300
349,685		141,278	208,407
246,087		354,592	-108,505
650,000		664,607	-14,607
526,001		312,093	213,908
30,000		49,700	-19,700
263,769		332,757	-68,988
178,041			178,041

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			4,214
			16,095
			5,439
			30,476
			29,742
			-17,800
			4,218
			45,463
			-11,613
			1,053
			7,715
			3,520
			16,736
			16,329
			-8,749
			2,729
			22,118
			-5,859
			17,451
			104,663
			14,231
			41,644
			172,300
			208,407
			-108,505
			-14,607
			213,908
			-19,700
			-68,988
			178,041

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
AMERICAN HEART ASSOCIATION 3535 PELHAM RD SUITE 101 GREENVILLE,SC 29615		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	12,000
ANNA JULIA COOPER EPISCOPAL SCHOOL 2124 N 29TH STREET RICHMOND,VA 23223		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	50,000
ARTS COUNCIL OF MOORE COUNTY PO BOX 405 SOUTHERN PINES,NC 28388		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	2,500
BLUE RIDGE FEST INC 734 WEST MAIN ST PICKENS,SC 29671		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	1,500
BOYS AND GIRLS CLUBS OF THE SANDHILLS 160 MEMORIAL PARK COURT SOUTHERN PINES,NC 28387		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	47,500
CHARLESTON SOUTHERN UNIVERSITY 9200 UNIVERSITY BOULEVARD CHARLESTON,SC 29406		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	3,000
CHRIST CHURCH EPISCOPAL 10 NORTH CHURCH STREET GREENVILLE,SC 29601		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	25,374
CLEMSON UNIVERSITY FOUNDATION 110 DANIEL DRIVE CLEMSON,SC 29631		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	122,500
DABO'S ALL IN TEAM FOUNDATION 110 DANIEL DRIVE CLEMSON,SC 29601		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	5,000
DACUSVILLE COMMUNITY CLUB OF SC 2671 EARLS BRIDGE ROAD EASLEY,SC 29640		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	5,000
DANNY & RON'S RESCUE PO BOX 604 CAMDEN,SC 29020		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	2,500
FAMILY PROMISE OF MOORE COUNTY 303 PEACH AVENUE ABERDEEN,NC 28315		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	5,000
FRIEND TO FRIEND PO BOX 1508 CARTHAGE,NC 28327		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	5,000
GOODWILL INDUSTRIES OF UPSTATEMIDLANDS SC 115 HAYWOOD ROAD GREENVILLE,SC 29607		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	100,000
GREENVILLE TECHNICAL COLLEGE 506 S PLEASANTBURG DRIVE GREENVILLE,SC 29607		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	3,000
Total  3a				785,374

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
NC OUTWARD BOUND SCHOLARSHIP PROGRAM 2582 RICEVILLE ROAD ASHEVILLE,NC 28805		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	5,000
OPERATION SMILE 6435 TIDEWATER DRIVE NORFOLK,VA 23509		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	15,000
ORIGINAL SIX FOUNDATION PO BOX 2246 COLUMBIA,SC 29202		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	10,000
PETER-PAUL DEVELOPMENT CENTER 1708 NORTH 22ND STREET RICHMOND,VA 23223		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	5,000
PICKENS COUNTY MEALS ON WHEELS 704 S PENDLETON ST SUITE I EASLEY,SC 29640		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	100,000
ST STEPHENS EPISCOPAL CHURCH 6000 GROVE AVENUE RICHMOND,VA 23226		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	47,500
THE MUSEUM ASSOCIATION INC 420 COLLEGE STREET GREENVILLE,SC 29601		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	5,000
TRI COUNTY TECHNICAL COLLEGE 7900 HIGHWAY 76 PENDLETON,SC 29670		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	6,000
UNITED WAY OF PICKENS COUNTY 201 S 5TH ST SUITE 212 EASLEY,SC 29640		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	120,000
UPSTATE WARRIOR SOLUTION PO BOX 27232 GREENVILLE,SC 29617		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	34,000
USC UPSTATE 800 UNIVERSITY WAY SPARTANBURG,SC 29303		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	3,000
WALTHOUR-MOSS FOUNDATION PO BOX 978 SOUTHERN PINES,NC 28388		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	15,000
WEYMOUTH CENTER 555 EAST CONNECTICUT AVENUE SOUTHERN PINES,NC 28388		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	5,000
WORLD PEDIATRIC PROJECT 7201 GLEN FOREST DRIVE SUITE 304 RICHMOND,VA 23226		PUBLIC CHARITY	TO FURTHER THE EXEMPT PURPOSES OF THE ORGANIZATION	25,000
Total  3a				785,374

TY 2013 Accounting Fees Schedule

Name: ELLISON S AND NOEL P MCKISSICK FOUNDATION

EIN: 57-0739969

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	10,000	5,000		5,000

TY 2013 Explanation of Non-Filing with Attorney General Statement

Name: ELLISON S AND NOEL P MCKISSICK FOUNDATION

EIN: 57-0739969

Statement: THE SOUTH CAROLINA ATTORNEY GENERAL DOES NOT REQUIRE A
COPY OF THE FORM 990-PF TO BE SUBMITTED.

**TY 2013 Investments Corporate
Bonds Schedule****Name:** ELLISON S AND NOEL P MCKISSICK FOUNDATION**EIN:** 57-0739969

Name of Bond	End of Year Book Value	End of Year Fair Market Value
INV ACCT #829 - FIXED INCOME	3,596,640	3,713,954
INV ACCT #058 - FIXED INCOME	610,562	646,233
INV ACCT #049 - FIXED INCOME	261,386	276,074

**TY 2013 Investments Corporate
Stock Schedule****Name:** ELLISON S AND NOEL P MCKISSICK FOUNDATION**EIN:** 57-0739969

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INV ACCT #829 - SECURITIES	6,523,431	10,095,561
INV ACCT #058 - SECURITIES	1,098,592	1,691,129
INV ACCT #049 - SECURITIES	575,504	870,243

TY 2013 Other Income Schedule

Name: ELLISON S AND NOEL P MCKISSICK FOUNDATION

EIN: 57-0739969

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CLASS ACTION SETTLEMENT	40	40	40

TY 2013 Other Professional Fees Schedule**Name:** ELLISON S AND NOEL P MCKISSICK FOUNDATION**EIN:** 57-0739969

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	42,463	42,463		0
FOUNDATION CHARITABLE ADMINISTRATION FEES	40,000	0		40,000

TY 2013 Taxes Schedule

Name: ELLISON S AND NOEL P MCKISSICK FOUNDATION

EIN: 57-0739969

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL INCOME TAX PAID	2,450	0		0