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EXTENSION GRANTED TO: 8/15/2015

Return of Private Foundation

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

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

OMB No 1545-0052

2014

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

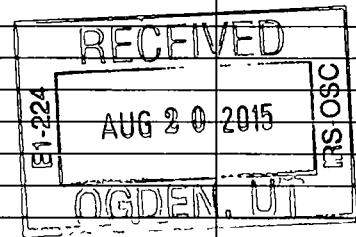
For calendar year 2014 or tax year beginning

, and ending

Name of foundation PROTECTIVE LIFE FOUNDATION		A Employer identification number 63-1129596						
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 13008	Room/suite	B Telephone number 205-268-1395						
City or town, state or province, country, and ZIP or foreign postal code BIRMINGHAM, AL 35202		C If exemption application is pending, check here ☐						
G Check all that apply: <table border="0" style="width:100%"> <tr> <td>☐ Initial return</td> <td>☐ Initial return of a former public charity</td> </tr> <tr> <td>☐ Final return</td> <td>☐ Amended return</td> </tr> <tr> <td>☐ Address change</td> <td>☐ Name change</td> </tr> </table>		☐ Initial return	☐ Initial return of a former public charity	☐ Final return	☐ Amended return	☐ Address change	☐ Name change	D 1 Foreign organizations, check here ☐
☐ Initial return	☐ Initial return of a former public charity							
☐ Final return	☐ Amended return							
☐ Address change	☐ Name change							
H Check type of organization: <table border="0" style="width:100%"> <tr> <td>☒ Section 501(c)(3) exempt private foundation</td> <td></td> </tr> <tr> <td>☐ Section 4947(a)(1) nonexempt charitable trust</td> <td>☐ Other taxable private foundation</td> </tr> </table>		☒ Section 501(c)(3) exempt private foundation		☐ Section 4947(a)(1) nonexempt charitable trust	☐ Other taxable private foundation	2 Foreign organizations meeting the 85% test, check here and attach computation ☐		
☒ 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) \$ 40,958. (Part I, column (d) must be on cash basis)		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐						
J Accounting method: <table border="0" style="width:100%"> <tr> <td>☐ Cash</td> <td>☒ Accrual</td> </tr> <tr> <td colspan="2">☐ Other (specify) _____</td> </tr> </table>		☐ Cash	☒ Accrual	☐ Other (specify) _____		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐		
☐ Cash	☒ Accrual							
☐ Other (specify) _____								

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))		(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	4,560,000.		N/A	
	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				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11	4,560,000.	0.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	70,648.	0.		0.
	22 Printing and publications	67,748.	0.		0.
23 Other expenses STMT 1	36,096.	0.		0.	
24 Total operating and administrative expenses Add lines 13 through 23	174,492.	0.		0.	
25 Contributions, gifts, grants paid	4,371,990.			4,371,990.	
26 Total expenses and disbursements Add lines 24 and 25	4,546,482.	0.		4,371,990.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	13,518.				
b Net investment income (if negative, enter -0-)		0.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	27,144.	40,958.	40,958.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less, allowance for doubtful accounts ▶	296.		
	4 Pledges receivable ▶			
	Less, allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock			
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	27,440.	40,958.	40,958.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	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	27,440.	40,958.	
	30 Total net assets or fund balances	27,440.	40,958.	
	31 Total liabilities and net assets/fund balances	27,440.	40,958.	

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	27,440.
2 Enter amount from Part I, line 27a	2	13,518.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	40,958.
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	40,958.

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			
b	NONE		
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	
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) 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 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))
2013	2,524,303.	232,611.	10.852036
2012	2,338,743.	256,707.	9.110554
2011	2,501,148.	385,080.	6.495139
2010	1,719,398.	313,892.	5.477674
2009	1,681,502.	373,991.	4.496103

2 Total of line 1, column (d)	2	36.431506
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	7.286301
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	228,746.
5 Multiply line 4 by line 3	5	1,666,712.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7 Add lines 5 and 6	7	1,666,712.
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	4,371,990.

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)		1	0.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	0.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		0.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ 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		0.
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 2015 estimated tax ☐ 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 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? If "Yes," attach a detailed description of the activities		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ AL		
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	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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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		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 ► <u>WWW.PROTECTIVE.COM</u>				
14	The books are in care of ► <u>KATE H. COTTON</u>	Telephone no. ►	<u>205-268-4434</u>	
Located at ► <u>1209 MONTGOMERY HIGHWAY, BIRMINGHAM, AL</u>		ZIP+4 ►	<u>35223</u>	
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	N/A	
16	At any time during calendar year 2014, 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 the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ►				X

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 instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
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 2014?	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No		
	If "Yes," list the years ► _____ , _____ , _____		
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. ► _____ , _____ , _____		
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 2014 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 2014)	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 2014?	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 4945(d)(4)(A)? (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

X

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?

N/A

☐ 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

6b

X

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

If "Yes" to 6b, file Form 8870

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?

N/A

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.

(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
JOHN D. JOHNS 2801 HIGHWAY 280 SOUTH BIRMINGHAM, AL 35223	DIRECTOR/PRESIDENT 0.00	0.	0.	0.
KATE H. COTTON 2801 HIGHWAY 280 SOUTH BIRMINGHAM, AL 35223	DIRECTOR/SECRETARY 0.00	0.	0.	0.
CHARLES D. EVERS, JR. 2801 HIGHWAY 280 SOUTH BIRMINGHAM, AL 35223	ASSISTANT TREASURER 0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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. 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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions	
3	

Total. Add lines 1 through 3

0.

Form 990-PF (2014)

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	232,229.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	232,229.
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	232,229.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,483.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	228,746.
6	Minimum investment return. Enter 5% of line 5	6	11,437.

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	11,437.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	11,437.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	11,437.
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	11,437.

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	4,371,990.
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	4,371,990.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,371,990.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				11,437.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009	1,662,802.			
b From 2010	1,703,703.			
c From 2011	2,481,894.			
d From 2012	2,325,908.			
e From 2013	2,512,672.			
f Total of lines 3a through e	10,686,979.			
4 Qualifying distributions for 2014 from Part XII, line 4. ► \$	4,371,990.			
a Applied to 2013, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				11,437.
e Remaining amount distributed out of corpus	4,360,553.			
5 Excess distributions carryover applied to 2014 (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	15,047,532.			
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 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	1,662,802.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	13,384,730.			
10 Analysis of line 9:				
a Excess from 2010	1,703,703.			
b Excess from 2011	2,481,894.			
c Excess from 2012	2,325,908.			
d Excess from 2013	2,512,672.			
e Excess from 2014	4,360,553.			

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 P.O. BOX 13008 BIRMINGHAM, AL 35202	NONE	501(C)(3) EXEMPT ORGANIZATION	SEE ATTACHED SCHEDULE	4,310,871.
SEE ATTACHED SCHEDULE P.O. BOX 13008 BIRMINGHAM, AL 35202	SEE PART XV	N/A	ACADEMIC SCHOLARSHIPS	61,119.
Total			▶ 3a	4,371,990.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVII

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

- | | | | |
|---|--|-------|-----|
| 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? | | Yes |
| | a Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | |
| | (2) Other assets | 1a(2) | |
| | b Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | |
| | (4) Reimbursement arrangements | 1b(4) | |
| | (5) Loans or loan guarantees | 1b(5) | |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | |
| | c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | |
| | 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. | | |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 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
N/A		

**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

8/14/15
Date

DIRECTOR/SECRET

ARY
Title

May the IRS discuss this return with the preparer shown below (see instr

☒ Yes

**Paid
Preparer
Use Only**

Print/Type preparer's name

JAMES L. RICHARDSON

Preparer's signature

Jan Z Buhl

Date

7/17/15

Check ☐ self-employed

PTIN	
------	--

P00020025

Firm's name ► MCGLADREY LLP

Firm's EIN ► 42-0714325

Firm's address ► 216 SUMMIT BOULEVARD, STE 300
BIRMINGHAM, AL 35243

Phone no. 205-278-0001

Form **990-PF** (2014)

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

2014

Name of the organization

Employer identification number

PROTECTIVE LIFE FOUNDATION

63-1129596

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, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) 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), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions 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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled 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 totaling \$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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization PROTECTIVE LIFE FOUNDATION	Employer identification number 63-1129596
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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
<u>1</u>	<u>PROTECTIVE LIFE INSURANCE COMPANY</u> <u>2801 HIGHWAY 280 SOUTH</u> <u>BIRMINGHAM, AL 35223</u>	\$ <u>4,560,000.</u>	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization

Employer identification number

PROTECTIVE LIFE FOUNDATION**63-1129596****Part II Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	_____ _____ _____ _____	\$ _____	_____
	_____ _____ _____ _____	\$ _____	_____
	_____ _____ _____ _____	\$ _____	_____
	_____ _____ _____ _____	\$ _____	_____
	_____ _____ _____ _____	\$ _____	_____
	_____ _____ _____ _____	\$ _____	_____
	_____ _____ _____ _____	\$ _____	_____

Name of organization

Employer identification number

PROTECTIVE LIFE FOUNDATION**63-1129596**

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF

OTHER EXPENSES

STATEMENT 1

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	26,439.	0.		0.
POSTAGE	59.	0.		0.
SUPPLIES	3,250.	0.		0.
BOOKS & PERIODICALS	2,478.	0.		0.
BUREAU & ASSOCIATION DUES	394.	0.		0.
GIFTS & FLOWERS	3,476.	0.		0.
TO FORM 990-PF, PG 1, LN 23	36,096.	0.		0.

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT	2
	PART XV, LINES 2A THROUGH 2D		

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

KATE H. COTTON
P.O. BOX 2606
BIRMINGHAM, AL 35202

TELEPHONE NUMBER	NAME OF GRANT PROGRAM
205-268-4434	PROTECTIVE LIFE FOUNDATION

FORM AND CONTENT OF APPLICATIONS

NO PARTICULAR FORM

ANY SUBMISSION DEADLINES

THE SCHOLARSHIP PROGRAM HAS A 4-15 DEADLINE TO ALLOW FOR THE SELECTION PROCESS & FUND DISTRIBUTIONS.

RESTRICTIONS AND LIMITATIONS ON AWARDS

NO RESTRICTIONS OR LIMITATIONS WITH THE EXCEPTION OF THE SCHOLARSHIP PROGRAM WHICH IS LIMITED TO THE CHILDREN OF THE EMPLOYEES OF PROTECTIVE LIFE ENTITIES. THE SCHOLARSHIP PROGRAM HAS RECEIVED APPROVAL FROM THE IRS.

Payments Made - By Month

5/26/2015

01/01/14 - 12/31/14

Protective Life Foundation

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
January 2014					
The Alabama Governor's School 2014 Programming Support \$ 10,000.00	4359	1/31/2014	\$10,000.00	Protective Life Foundation	1004223
American Diabetes Association 2014 - "Take the Ride of Your Life" \$ 2,500.00	4337	1/23/2014	\$2,500.00	Protective Life Foundation	1004212
Birmingham Landmarks 2013 Capital Campaign - The Lyric Theatre \$ 250,000.00	4302	1/31/2014	\$50,000.00	Protective Life Foundation	1004222
ChildrenFirst Alliance of Alabama, Inc. 2014 Operating Support \$ 10,000.00	4352	1/31/2014	\$10,000.00	Protective Life Foundation	1004224
Children's Aid Society 2012 Capital Campaign \$ 250,000.00	3934	1/23/2014	\$50,000.00	Protective Life Foundation	1004211
Cornerstone Schools of Alabama 2014 Memorial Gift \$ 200.00	4383	1/23/2014	\$200.00	Protective Life Foundation	1004213
The Exceptional Foundation 2014 Chili Cook-Off \$ 2,500.00	4318	1/23/2014	\$2,500.00	Protective Life Foundation	1004218
The Exceptional Foundation 2014 Summer Camp Program \$ 7,500.00	4371	1/31/2014	\$7,500.00	Protective Life Foundation	1004231

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Greater Alabama Council 2014 Summer Camp Registration \$ 500.00	4379	1/31/2014	\$500.00	Protective Life Foundation	1004225
The Hispanic Interest Coalition of Alabama 2013 Programming Support \$ 15,000.00	4301	1/31/2014	\$15,000.00	Protective Life Foundation	1004232
The Horizons School 2014 Junior Board - Mercedes Run \$ 1,000.00	4327	1/23/2014	\$1,000.00	Protective Life Foundation	1004214
Humane Association of Central New York 2014 Gift \$ 1,500.00	4384	1/31/2014	\$1,500.00	Protective Life Foundation	1004226
Innovation Depot 2014 TEDxBirmingham \$ 5,000.00	4380	1/23/2014	\$5,000.00	Protective Life Foundation	1004215
MOMENTUM 2014 Women's Leadership Conference, "Accelerating the Speed of Change" \$ 10,000.00	4365	1/31/2014	\$10,000.00	Protective Life Foundation	1004227
The Nature Conservancy of Alabama 2013 Capital Campaign - "For the Love of Alabama" \$ 100,000.00	4303	1/23/2014	\$20,000.00	Protective Life Foundation	1004219
Preschool Partners 2014 - Food Truck Round-Up \$ 15,000.00	4367	1/23/2014	\$15,000.00	Protective Life Foundation	1004216

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Preschool Partners 2013 Operating Support \$ 15,000.00	4306	1/31/2014	\$15,000.00	Protective Life Foundation	1004228
Restoration Academy 2014 Scholarship Support \$ 7,514.00	4354	1/31/2014	\$7,514.00	Protective Life Foundation	1004229
Ronald McDonald House Charities of Alabama, Inc. 2013 Capital Campaign \$ 25,000 00	4308	1/23/2014	\$25,000.00	Protective Life Foundation	1004217
The Salvation Army 2013 UW Project \$ 435.37	4382	1/15/2014	\$435.37	Protective Life Foundation	1004208
UNCF (formerly the United Negro College Fund) 2014 Gala - 100% gift \$ 2,500 00	4369	1/31/2014	\$2,500 00	Protective Life Foundation	1004233
YWCA Central Alabama 2014 - "One in a Million" Endowment \$ 25,000 00	4316	1/23/2014	\$25,000 00	Protective Life Foundation	1004220
March 2014					
American Academy of Insurance Medicine 2014 - 123rd Annual Meeting \$ 5,000 00	4406	3/19/2014	\$5,000 00	Protective Life Foundation	1004260
Total January 2014 (22 items)			\$276,149.37		

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
American Cancer Society 2014 Relay for Life - Mountain Brook High School \$ 1,000.00	4390	3/6/2014	\$1,000.00	Protective Life Foundation	1004244
Birmingham Botanical Gardens 2014 Programming Support (2nd part of Hanson Slaughter's ask) \$ 10,000.00	4418	3/17/2014	\$10,000.00	Protective Life Foundation	1004254
Hands On Birmingham 2014 Southern Summer Night \$ 2,500.00	4399	3/6/2014	\$2,500.00	Protective Life Foundation	1004245
Leadership Birmingham 2014 Operating Support \$ 10,000.00	4398	3/6/2014	\$10,000.00	Protective Life Foundation	1004246
The Leading Edge Institute 2014 Winter Summit \$ 2,500.00	4392	3/6/2014	\$2,500.00	Protective Life Foundation	1004247
National Pancreatic Cancer Foundation 2014 Memorial Gift - Janet Brockway's mother \$ 100.00	4452	3/17/2014	\$100.00	Protective Life Foundation	1004255
Operation Hope 2014 - Small Business Growth & Recovery Summit \$ 1,000.00	4451	3/17/2014	\$1,000.00	Protective Life Foundation	1004256
Railroad Park Foundation 2013 - "Give the Gift of Green - The Campaign for Railroad Park" \$ 250,000.00	4089	3/6/2014	\$50,000.00	Protective Life Foundation	1004243

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Robert E. Reed Gastrointestinal Oncology Research Foundation 2014 "Finish the Fight" Love-Love Magic City Challenge Tennis Tournament and Tennis Ball \$ 2,500.00	4394	3/6/2014	\$2,500.00	Protective Life Foundation	1004248
Society of St. Vincent de Paul 2014 - 1st Annual 5K Run & Walk \$ 5,000.00	4412	3/6/2014	\$5,000.00	Protective Life Foundation	1004249
UNCF (formerly the United Negro College Fund) 2014 Gala - Additional gift - no table \$ 2,500.00	4450	3/17/2014	\$2,500.00	Protective Life Foundation	1004258
Woodlawn Foundation 2013 Multi-Year Sustainability Grant \$ 150,000.00	4197	3/17/2014	\$50,000.00	Protective Life Foundation	1004252
April 2014					
A.G. Gaston Boys & Girls Club 2014 Operating Support \$ 5,000.00	4477	4/23/2014	\$5,000.00	Protective Life Foundation	1004298
Alabama Ballet 2014 Programming Support \$ 10,000.00	4456	4/23/2014	\$10,000.00	Protective Life Foundation	1004299
Alys Stephens Performing Arts Center 2014 Programming Support \$ 20,000.00	4457	4/23/2014	\$20,000.00	Protective Life Foundation	1004300
Total March 2014 (13 items)			\$142,100.00		

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
American Heart Association 2014 Heart Walk - Mr David Atkinson \$ 500.00	4497	4/23/2014	\$500.00	Protective Life Foundation	1004301
Beta Kappa Boule Charitable Foundation 2014 Boule Scholarship Beautillion - 100% donation \$ 2,500.00	4478	4/23/2014	\$2,500.00	Protective Life Foundation	1004317
Better Basics 2014 Operating Support \$ 2,500.00	4488	4/23/2014	\$2,500.00	Protective Life Foundation	1004302
Birmingham Children's Theatre 2014 Programming Support \$ 3,000.00	4425	4/3/2014	\$3,000.00	Protective Life Foundation	1004270
Birmingham Museum of Art 2014 Corporate Partner \$ 40,000.00	4459	4/23/2014	\$40,000.00	Protective Life Foundation	1004296
The Bo Johnson Charitable Foundation 2014 Bo Johnson Memorial Golf Tournament \$ 2,500.00	4437	4/3/2014	\$2,500.00	Protective Life Foundation	1004272
Children's Harbor Family Center 2014 "Friends of Children's Harbor" fundraiser \$ 5,000.00	4432	4/3/2014	\$5,000.00	Protective Life Foundation	1004271
Children's Harbor Family Center 2014 Facility Makeover \$ 10,000.00	4461	4/23/2014	\$10,000.00	Protective Life Foundation	1004318

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Children's of Alabama 2014 - Donation to the Oncology/Hematology Group \$ 1,500.00	4442	4/4/2014	\$1,500.00	Protective Life Foundation	1004275
Community Food Bank of Central Alabama 2014 Food Drive - Matching Funds \$ 7,795.00	4499	4/23/2014	\$7,795.00	Protective Life Foundation	1004303
Community Grief Support Service 2014 Programming Support \$ 5,000.00	4434	4/23/2014	\$5,000.00	Protective Life Foundation	1004304
Create Birmingham (formerly the Cultural Alliance of Greater Birmingham) 2014 Operating Support \$ 5,000.00	4462	4/23/2014	\$5,000.00	Protective Life Foundation	1004305
Episcopal Place Gumbo Gala 2014 - 100% donation \$ 1,000.00	4480	4/23/2014	\$1,000.00	Protective Life Foundation	1004319
Fellowship of Christian Athletes 2014 UAB FCA Campus Director Banquet \$ 1,500.00	4428	4/4/2014	\$1,500.00	Protective Life Foundation	1004276
Freshwater Land Trust 2014 Corporate Partners Program \$ 10,000.00	4494	4/23/2014	\$10,000.00	Protective Life Foundation	1004306
Girls Incorporated of Central Alabama 2014 Cajun Cook-Off - 100% donation \$ 2,500.00	4448	4/7/2014	\$2,500.00	Protective Life Foundation	1004282

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Grace Point 2014 Project Support \$ 500.00	4474	4/7/2014	\$500.00	Protective Life Foundation	1004283
Greater Birmingham Ministries 2014 CROP Walk \$ 1,000.00	4483	4/23/2014	\$1,000.00	Protective Life Foundation	1004307
Homewood Soccer Club 2014 Scholarship Support \$ 500.00	4500	4/23/2014	\$500.00	Protective Life Foundation	1004320
Impact Alabama: A Student Service Initiative 2014 Trivia Competition \$ 2,000.00	4421	4/4/2014	\$2,000.00	Protective Life Foundation	1346322
Impact Alabama: A Student Service Initiative 2014 Operating Support \$ 20,000.00	4463	4/23/2014	\$20,000.00	Protective Life Foundation	1004308
King's Home 2014 Operating Support \$ 15,000.00	4465	4/23/2014	\$15,000.00	Protective Life Foundation	1004309
Leadership Alabama 2014 Leadership Initiative \$ 425.00	4498	4/23/2014	\$425.00	Protective Life Foundation	1004310
The Leukemia & Lymphoma Society 2014 - Man & Woman of the Year - 100% donation \$ 1,000.00	4422	4/7/2014	\$1,000.00	Protective Life Foundation	1004284
March of Dimes, Alabama Chapter 2014 March for Babies \$ 1,000.00	4481	4/23/2014	\$1,000.00	Protective Life Foundation	1004311

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
The McWane Science Center 2014 Minor visit to McWane \$ 10,000.00	4479	4/23/2014	\$10,000.00	Protective Life Foundation	1004312
Preschool Partners 2014 Capital Campaign - "Operation Schoolhouse" \$ 75,000 00	4466	4/23/2014	\$25,000.00	Protective Life Foundation	1004313
Project Horseshoe Farm 2014 Operating Support \$ 20,000 00	4467	4/23/2014	\$20,000 00	Protective Life Foundation	1004314
ProStart Academy 2014 Operating Support \$ 2,500.00	4495	4/23/2014	\$2,500.00	Protective Life Foundation	1004321
Red Mountain Theatre Company 2014 - 2015 Season Sponsorship \$ 30,000.00	4468	4/23/2014	\$30,000.00	Protective Life Foundation	1004297
REV Birmingham 2014 Operating Support \$ 25,000.00	4307	4/23/2014	\$25,000.00	Protective Life Foundation	1004315
Society of St. Vincent de Paul 2014 Love Grows \$ 5,000.00	4427	4/4/2014	\$5,000.00	Protective Life Foundation	1004277
STAIR (Start the Adventure in Reading) 2014 Operating Support \$ 5,000 00	4426	4/4/2014	\$5,000.00	Protective Life Foundation	1004278
UAB School of Nursing 2014 Memorial Gift \$ 250.00	4475	4/7/2014	\$250.00	Protective Life Foundation	1004285

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
The University of Alabama School of Social Work 2014 - Washington D C Internship Program \$ 10,000 00	4473	4/23/2014	\$10,000.00	Protective Life Foundation	1004316
Washington Legal Foundation 2014 Programming Support \$ 5,000 00	4424	4/4/2014	\$5,000 00	Protective Life Foundation	1004279
YouthServe, Inc. 2014 Operating Support \$ 5,000 00	4441	4/4/2014	\$5,000.00	Protective Life Foundation	1004280
Total April 2014 (40 items)			\$319,470.00		
May 2014					
American Cancer Society 2-14 Aerotek Golf Tournament \$ 200.00	4503	5/15/2014	\$200 00	Protective Life Foundation	1004337
American Diabetes Association 2014 - "Take the Ride of Your Life" - Andy Martin \$ 2,500.00	4414	5/8/2014	\$2,500.00	Protective Life Foundation	1004327
American Diabetes Association 2014 - Step Out to Stop Diabetes \$ 10,000.00	4415	5/8/2014	\$10,000.00	Protective Life Foundation	1004327
Catholic Social Services 2014 Memorial Gift \$ 250.00	4651	5/8/2014	\$250 00	Protective Life Foundation	1004328

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Cystic Fibrosis (CF) Foundation - Georgia Chapter 2014 Great Strides Walk - Mike DeKoning \$ 1,000.00	4510	5/8/2014	\$1,000.00	Protective Life Foundation	1004329
Greater Alabama Council 2011 Capital and Endowment Campaign \$ 250,000.00	3457	5/8/2014	\$50,000.00	Protective Life Foundation	1004326
Greater Alabama Council 2014 Explorer Program \$ 500.00	4504	5/15/2014	\$500.00	Protective Life Foundation	1004338
Junior Achievement of Greater Birmingham, Inc. 2014 Women's Conference - The Advisor Group - Miami, FL \$ 500.00	4506	5/15/2014	\$500.00	Protective Life Foundation	1004339
The McWane Science Center 2014 Family Memberships \$ 8,125.00	4507	5/15/2014	\$8,125.00	Protective Life Foundation	1004340
The Para Foundation 2014 Gift \$ 500.00	4653	5/19/2014	\$500.00	Protective Life Foundation	1004343
Ronald McDonald House Charities of Alabama, Inc. 2014 Charity Golf Tournament \$ 1,800.00	4508	5/15/2014	\$1,800.00	Protective Life Foundation	1004341
Shelby County Distinguished Young Women Program (formerly known as Junior Miss) 2014 Scholarship Funding \$ 1,000.00	4505	5/15/2014	\$1,000.00	Protective Life Foundation	1004336

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
June 2014					
Total May 2014 (12 items)			\$76,375.00		
A+ Coalition and/or A+ Education Foundation 2014 Programming Support - Alabama School Readiness Alliance \$ 10,000.00	4547	6/23/2014	\$10,000.00	Protective Life Foundation	1004375
Alabama School of Fine Arts Foundation 2014 - 2015 Friday Night Lights Series \$ 5,000.00	4513	6/20/2014	\$5,000.00	Protective Life Foundation	1004362
Alabama Sports Festival 2014 - We Can Fight Obesity Program \$ 1,000.00	4514	6/20/2014	\$1,000.00	Protective Life Foundation	1004363
Aldridge Gardens 2014 Hydrangeas Under the Stars - 100% donation \$ 2,000.00	4518	6/20/2014	\$2,000.00	Protective Life Foundation	1004364
Birmingham-Southern College 2013 Sustainability Gift \$ 250,000.00	4094	6/20/2014	\$50,000.00	Protective Life Foundation	1004360
Duchesne Society 2014 Scholarship Support \$ 2,500.00	4522	6/20/2014	\$2,500.00	Protective Life Foundation	1004365
Girls on the Run Birmingham Metro 2014 Programming Support \$ 5,000.00	4524	6/23/2014	\$5,000.00	Protective Life Foundation	1004377

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Holy Family Cristo Rey Catholic High School 2012 Strategic Plan \$ 30,000.00	3835	6/27/2014	\$10,000.00	Protective Life Foundation	1004382
Leadership Alabama 2014 Tuition - Carl Thigpen \$ 2,750.00	4552	6/10/2014	\$2,750.00	Protective Life Foundation	1004352
Leadership Alabama 2014 Operating Support \$ 10,000.00	4527	6/20/2014	\$10,000.00	Protective Life Foundation	1004366
The Literacy Council 2014 Programming Support \$ 5,000.00	4528	6/20/2014	\$5,000.00	Protective Life Foundation	1004373
Manhattan Institute for Policy Research 2014 Programming Support \$ 2,000.00	4530	6/20/2014	\$2,000.00	Protective Life Foundation	1004368
MOMENTUM 2014 Tuition - Edna Boatright \$ 3,500.00	4553	6/20/2014	\$3,500.00	Protective Life Foundation	1004369
Moody Miracle League 2014 Operating Gift \$ 2,500.00	4531	6/20/2014	\$2,500.00	Protective Life Foundation	1004370
M-POWER Ministries 2014 Corporate Partnership \$ 3,500.00	4532	6/20/2014	\$3,500.00	Protective Life Foundation	1004367
Muscular Dystrophy Association 2014 Jennifer's Ride \$ 1,000.00	4533	6/23/2014	\$1,000.00	Protective Life Foundation	1004378

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
The NAILBA Charitable Foundation <i>2014 Gift</i> \$ 10,000.00	4571	6/20/2014	\$10,000.00	Protective Life Foundation	1004371
Public Affairs Research Council of Alabama <i>2014 Operating Support</i> \$ 10,000.00	4537	6/20/2014	\$10,000.00	Protective Life Foundation	1004372
The Rotaract Club of Birmingham <i>2014 Ready 2 Succeed</i> \$ 5,000.00	4538	6/23/2014	\$5,000.00	Protective Life Foundation	1004379
The Virginia Samford Theatre and The Metropolitan Arts Center <i>2014 Programming Support</i> \$ 2,500.00	4545	6/20/2014	\$2,500.00	Protective Life Foundation	1004374
YouthServe, Inc. <i>2014 Project Corporate Leadership</i> \$ 1,000.00	4543	6/10/2014	\$1,000.00	Protective Life Foundation	1004353
July 2014					
Alabama Symphony Orchestra <i>2014 - Three-year programming support</i> \$ 46,000.00	4583	7/28/2014	\$46,000.00	Protective Life Foundation	1004415
American Red Cross <i>2014 Programming/Disaster Support</i> \$ 25,000.00	4573	7/28/2014	\$25,000.00	Protective Life Foundation	
Total June 2014 (21 items)			\$144,250.00		

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Auburn University <i>Three-year gift for PLUS program</i> \$ 81,000.00	3637	7/15/2014	\$27,000.00	Protective Life Foundation	1004400
Big Brothers Big Sisters of Greater Birmingham <i>2014 matching on PLC's involvement with Bowl for Kids' Sake</i> \$ 1,200.00	4618	7/28/2014	\$1,200.00	Protective Life Foundation	1004420
Big Brothers Big Sisters of Greater Birmingham <i>2014 funding for its school-based program with Minor Elementary School</i> \$ 7,500.00	4574	7/28/2014	\$7,500.00	Protective Life Foundation	1004421
Birmingham Civil Rights Institute <i>2014 Operating Support</i> \$ 50,000.00	4575	7/28/2014	\$50,000.00	Protective Life Foundation	1004416
The Birmingham Zoo <i>2014 Corporate Discount Membership Program</i> \$ 8,000.00	4613	7/28/2014	\$8,000.00	Protective Life Foundation	1004422
Bluff Park United Methodist Church <i>Memorial Gift</i> \$ 100.00	4587	7/15/2014	\$100.00	Protective Life Foundation	1004401
Concepts for Adaptive Learning <i>2014 Operating Support</i> \$ 1,000.00	4616	7/28/2014	\$1,000.00	Protective Life Foundation	1004423
Firehouse Shelter <i>2014 Matching Funds on IT's Golf Tournament</i> \$ 17,500.00	4377	7/7/2014	\$13,700.00	Protective Life Foundation	1004394

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
First Light <i>2014 Matching Funds on IT's Golf Tournament</i> \$ 17,500.00	4376	7/7/2014	\$13,700.00	Protective Life Foundation	1004393
The Foundry Rescue Mission and Recovery Center <i>2014 Operating Support</i> \$ 10,000.00	4576	7/28/2014	\$10,000.00	Protective Life Foundation	1004434
Growing Kings, Inc. <i>2014 Operating Support</i> \$ 2,500.00	4614	7/29/2014	\$2,500.00	Protective Life Foundation	1004442
Honor Flight Syracuse <i>2014 Patriotic Initiative</i> \$ 312.50	4585	7/15/2014	\$312.50	Protective Life Foundation	1004402
Hospice of West Alabama <i>2014 Memorial Gift</i> \$ 100.00	4620	7/28/2014	\$100.00	Protective Life Foundation	1004443
Jones Valley Teaching Farm <i>2014 "Gather" Fundraising Event</i> \$ 15,000.00	4378	7/28/2014	\$15,000.00	Protective Life Foundation	1004417
Jones Valley Teaching Farm <i>2014 Programming Support</i> \$ 25,000.00	4580	7/28/2014	\$25,000.00	Protective Life Foundation	1004417
Lakeshore Foundation <i>2014 Amazing Race</i> \$ 2,500.00	4592	7/28/2014	\$2,500.00	Protective Life Foundation	1004425
Laps for CF Foundation, Inc. <i>2014 Sips for CF - 100% donation</i> \$ 2,500.00	4594	7/28/2014	\$2,500.00	Protective Life Foundation	1004426

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Leadership Birmingham 2014 - 2015 Tuition - Nancy Kane \$ 1,250.00	4619	7/28/2014	\$1,250.00	Protective Life Foundation	1004427
Mitchell's Place 2014 Operating Support \$ 5,000.00	4577	7/28/2014	\$5,000.00	Protective Life Foundation	1004428
Oasis Counseling for Women and Children 2014 Capital Campaign \$ 10,000.00	4578	7/28/2014	\$10,000.00	Protective Life Foundation	1004428
Parkways LLC 2014 Multi-Year Gift \$ 15,000.00	4590	7/29/2014	\$15,000.00	Protective Life Foundation	1004444
PLF Scholar - Catherine L. Sellers 2014 - 2015 Doing the Right Thing Award \$ 1,000.00	4564	7/31/2014	\$1,000.00	Protective Life Foundation	1004453
PLF Scholar - Catherine L. Sellers 2014 - 2015 PLF Scholar - for up to four years \$ 10,000.00	4565	7/31/2014	\$2,363.75	Protective Life Foundation	1004453
PLF Scholar - Danielle E. Harry 2013 - 2014 PLF Scholarship Award \$ 10,000.00	4238	7/31/2014	\$2,432.00	Protective Life Foundation	1004448
PLF Scholar - Kelsey G. Hallmark 2014 - 2015 PLF Scholar - For up to four years \$ 10,000.00	4556	7/31/2014	\$2,079.00	Protective Life Foundation	1004451
PLF Scholar - Madison N. Rutledge 2014 - 2015 PLF Scholar - for up to four years \$ 10,000.00	4563	7/28/2014	\$2,500.00	Protective Life Foundation	1004440

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
PLF Scholar - Mary Liz Eaton 2013 - 2014 PLF Scholarship Award \$ 10,000.00	4237	7/28/2014	\$2,500.00	Protective Life Foundation	1004436
PLF Scholar - Robin Anderson 2012 - 2013 PLF Scholar \$ 10,000.00	3850	7/31/2014	\$1,737.00	Protective Life Foundation	1004450
PLF Scholar - Samantha M. Creamer 2013 - 2014 PLF Scholarship \$ 10,000.00	4256	7/15/2014	\$2,500.00	Protective Life Foundation	1004405
PLF Scholar - William R. Mathe PLF Scholar - 2011 - 2012 \$ 10,000.00	3509	7/31/2014	\$2,500.00	Protective Life Foundation	1004452
PLF Scholar - Zachary Nichols 2013 - 2014 PLF Scholarship Award \$ 10,000.00	4241	7/31/2014	\$2,500.00	Protective Life Foundation	1004449
Quilts of Valor 2014 Patriotic Initiative \$ 312.50	4586	7/15/2014	\$312.50	Protective Life Foundation	1004404
REV Birmingham 2014 The Big Pitch \$ 5,000.00	4599	7/28/2014	\$5,000.00	Protective Life Foundation	1004430
The Salvation Army 2014 Kettle Sponsor Program \$ 4,500.00	4595	7/28/2014	\$4,500.00	Protective Life Foundation	1004435
Schaeffer Foundation 2014 Schaeffer Eye Center CityFest \$ 5,000.00	4604	7/28/2014	\$5,000.00	Protective Life Foundation	1004431

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Sight Savers America 2014 Programming Support \$ 10,000.00	4579	7/28/2014	\$10,000.00	Protective Life Foundation	1004432
Support Our Soldiers 2014 Matching Gift \$ 4,200.00	4617	7/29/2014	\$4,200.00	Protective Life Foundation	1004445
Teach for America & CMEF 2014 Birmingham to Beijing Project \$ 2,500.00	4591	7/29/2014	\$2,500.00	Protective Life Foundation	100444
UAB Collat School of Business 2014 Capital Campaign \$ 2,500.00	4615	7/28/2014	\$2,500.00	Protective Life Foundation	1004438
UAB Comprehensive Cancer Center 2014 Men's Committee \$ 2,000.00	4605	7/28/2014	\$2,000.00	Protective Life Foundation	1004439
UAB School of Public Health 2014 Innovation Awards \$ 5,000.00	4598	7/28/2014	\$5,000.00	Protective Life Foundation	1004437
The University of Alabama 2014 Endowed Scholarship Fund \$ 200,000.00	4581	7/28/2014	\$100,000.00	Protective Life Foundation	1004418
USO of Missouri, Inc. 2014 Patriotic Initiative \$ 355.00	4584	7/15/2014	\$355.00	Protective Life Foundation	1004406
Total July 2014 (45 items)			\$445,841.75		

August 2014

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Alabama Heritage 2014 Sponsorship \$ 10,000.00	4623	8/20/2014	\$10,000.00	Protective Life Foundation	1004475
Cahaba River Society 2014 Operating Support \$ 5,000.00	4627	8/20/2014	\$5,000.00	Protective Life Foundation	1004477
The Children's Heart Foundation 2014 Matching gift - St Louis office \$ 480.00	4654	8/22/2014	\$480.00	Protective Life Foundation	1004485
Children's of Alabama 2014 Halloween Event \$ 2,500.00	4634	8/20/2014	\$2,500.00	Protective Life Foundation	1004478
Community Furniture Bank 2014 Operating Support \$ 2,500.00	4630	8/20/2014	\$2,500.00	Protective Life Foundation	1004479
Estate Planning Council of Mobile 2014 Annual Conference \$ 250.00	4635	8/20/2014	\$250.00	Protective Life Foundation	1004481
Junior Achievement of Greater Birmingham, Inc. 2014 Bowl-a-Thon \$ 3,000.00	4401	8/20/2014	\$3,000.00	Protective Life Foundation	1004482
Junior Achievement of Greater Birmingham, Inc. 2014 Additional matching \$ 534.00	4628	8/20/2014	\$534.00	Protective Life Foundation	1004482
The Literacy Network of Greater Cincinnati 2014 Gift \$ 1,000.00	4632	8/20/2014	\$1,000.00	Protective Life Foundation	1004484

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Main Street Alabama 2012 Capital Campaign \$ 50,000.00	3837	8/8/2014	\$16,666.66	Protective Life Foundation	1004459
Mountain Brook YMCA 2014 Healthy Communities Campaign \$ 1,000.00	4629	8/20/2014	\$1,000.00	Protective Life Foundation	1004483
PLF Scholar - Allison K. Putman 2014 - 2015 PLF Scholar - for up to four years \$ 10,000.00	4562	8/19/2014	\$2,500.00	Protective Life Foundation	1004473
PLF Scholar - Anna Donze 2012 - 2013 PLF Scholarship \$ 10,000.00	3855	8/19/2014	\$1,094.00	Protective Life Foundation	1004467
PLF Scholar - Benjamin B. Puckett 2014 - 2015 PLF Scholar - for up to four years \$ 10,000.00	4560	8/8/2014	\$1,488.00	Protective Life Foundation	1004462
PLF Scholar - Brian Bocian PLF Scholar for Academic Year 2011 - 2012 \$ 10,000.00	3498	8/19/2014	\$2,500.00	Protective Life Foundation	1004470
PLF Scholar - Carson M. Edge PLF Scholar - 2011 - 2012 \$ 10,000.00	3504	8/8/2014	\$2,500.00	Protective Life Foundation	1004457
PLF Scholar - Ernest S. Maloy III 2014 - 2015 PLF Scholar - for up to four years \$ 10,000.00	4558	8/8/2014	\$2,500.00	Protective Life Foundation	1004461
PLF Scholar - Jaysal R. Shah 2014 - 2015 Academic Excellence Award \$ 1,000.00	4566	8/19/2014	\$1,000.00	Protective Life Foundation	1004468

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
PLF Scholar - Kelsey G. Hallmark 2014 - 2015 PLF Scholar - For up to four years \$ 10,000.00	4556	8/8/2014	\$421.00	Protective Life Foundation	1004463
PLF Scholar - Laura L. Puckett 2014 - 2015 PLF Scholar - for up to four years \$ 10,000.00	4561	8/8/2014	\$1,488.00	Protective Life Foundation	1004462
PLF Scholar - Malcolm J. Smith 2014 - 2015 Academic Excellence Award \$ 1,000.00	4567	8/19/2014	\$1,000.00	Protective Life Foundation	1004471
PLF Scholar - Marcus J. Smith 2014 - 2015 Academic Excellence Award \$ 1,000.00	4568	8/19/2014	\$1,000.00	Protective Life Foundation	1004472
PLF Scholar - Rebecca N. Bocian 2014 - 2015 Academic Excellence Award \$ 1,000.00	4551	8/8/2014	\$1,000.00	Protective Life Foundation	1004464
PLF Scholar - Rebecca N. Bocian 2014 - 2015 PLF Scholarship \$ 10,000.00	4621	8/8/2014	\$2,068.85	Protective Life Foundation	1004464
PLF Scholar - Ryan J. Swain 2012 - 2013 PLF Scholarship Award \$ 10,000.00	3869	8/19/2014	\$2,500.00	Protective Life Foundation	1004469
PLF Scholar - Sean R. Meyer 2014 - 2015 Academic Excellence \$ 1,000.00	4559	8/5/2014	\$1,000.00	Protective Life Foundation	1004456
PLF Scholar - Tamera D. Dale 2014 - 2015 PLF Scholar (up to four years) \$ 10,000.00	4555	8/8/2014	\$1,709.00	Protective Life Foundation	1004460

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
PLF Scholar - Taylor Marie Newman 2013 - 2014 PLF Scholarship Award \$ 10,192.00	4240	8/5/2014	\$960.00	Protective Life Foundation	1004454
PLF Scholar - Thomas Lassitter 2013 - 2014 PLF Scholar \$ 10,000.00	4252	8/19/2014	\$2,500.00	Protective Life Foundation	1004474
PLF Scholar - William K. Anderson 2014 - 2015 Academic Excellence Award \$ 1,000.00	4550	8/5/2014	\$1,000.00	Protective Life Foundation	1004455
September 2014					
Total August 2014 (30 items)			\$73,159.51		
A+ Coalition and/or A+ Education Foundation 2011 Matching Funds \$ 75,000.00	3588	9/5/2014	\$25,000.00	Protective Life Foundation	1004493
Alabama Humanities Foundation 2014 PRIME TIME Family Reading Program \$ 5,000.00	4647	9/5/2014	\$5,000.00	Protective Life Foundation	1004494
Birmingham AIDS Outreach 2014 The Magic City Acceptance Project \$ 10,000.00	4641	9/5/2014	\$10,000.00	Protective Life Foundation	1004495
Birmingham United Soccer Association 2014 TOPSoccer Program \$ 1,000.00	4642	9/5/2014	\$1,000.00	Protective Life Foundation	1004496
College Admissions Made Possible 2014 Operating Support \$ 5,000.00	4646	9/5/2014	\$5,000.00	Protective Life Foundation	1004498

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Operation Hope 2013 HOPE Inside Model for Birmingham \$ 150,000.00	4205	9/5/2014	\$50,000.00	Protective Life Foundation	1004497
PLF Scholar - W. Dylan Waldrep 2014 - 2015 Academic Excellence \$ 1,000.00	4569	9/5/2014	\$1,000.00	Protective Life Foundation	1004502
Society of St. Vincent de Paul 2014 Friends of the Poor Walk/Run \$ 1,000.00	4640	9/5/2014	\$1,000.00	Protective Life Foundation	1004500
United Cerebral Palsy of Greater Birmingham 2014 Early Intervention Program \$ 5,625.00	4645	9/5/2014	\$5,625.00	Protective Life Foundation	1004501
Woodlawn Foundation 2014 Fundraiser \$ 5,000.00	4411	9/5/2014	\$5,000.00	Protective Life Foundation	1004503
Woodlawn Foundation 2014 Fundraiser - Corporate Sponsorship \$ 5,000.00	4454	9/5/2014	\$5,000.00	Protective Life Foundation	1004503
Total September 2014 (11 items)			\$113,625.00		
November 2014					
A+ Coalition and/or A+ Education Foundation Renewal of five-year pledge. 2010 - 2014 \$ 125,000.00	3285	11/24/2014	\$25,000.00	Protective Life Foundation	1004596
Alabama Archives and History Foundation Capital Campaign - "Alabama Voices" \$ 250,000.00	3736	11/10/2014	\$50,000.00	Protective Life Foundation	1004553

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
American Foundation for Suicide Prevention 2014 "Out of the Darkness" Walk - 100% donation \$ 1,000.00	4698	11/13/2014	\$1,000.00	Protective Life Foundation	1004577
The American Village Citizenship Trust 2013 "Living Legacy" Capital Campaign \$ 75,000 00	4178	11/13/2014	\$25,000 00	Protective Life Foundation	1004578
Associates for Breast and Prostate Cancer Studies 2014 ABC Gala \$ 1,000 00	4684	11/10/2014	\$1,000 00	Protective Life Foundation	1004557
Athletes Committed to Educating Students (ACES) 2014 Races for Aces \$ 3,000.00	4667	11/10/2014	\$3,000.00	Protective Life Foundation	1004555
Bethel Baptist Church 2012 Capital Campaign - Phase II \$ 25,000.00	3933	11/13/2014	\$5,000.00	Protective Life Foundation	1004579
Birmingham AIDS Outreach 2014 - State & Union Documentary \$ 10,000.00	4689	11/10/2014	\$10,000 00	Protective Life Foundation	1004558
Birmingham Audubon 2014 Operating Support \$ 5,000 00	4691	11/10/2014	\$5,000.00	Protective Life Foundation	1004559
Birmingham Education Foundation 2014 Programming Support \$ 50,000.00	4679	11/10/2014	\$50,000.00	Protective Life Foundation	1004554
Birmingham Historical Society 2014 Corporate Membership \$ 2,000.00	4663	11/10/2014	\$2,000.00	Protective Life Foundation	1004560

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Birmingham-Southern College 2014 Fundraiser for BSC Athletic Foundation \$ 1,000.00	4661	11/10/2014	\$1,000.00	Protective Life Foundation	1004561
Breakthrough Birmingham 2014 - Three-year program expansion \$ 25,000.00	4460	11/13/2014	\$25,000.00	Protective Life Foundation	1004581
Camp Bridges Foundation 2014 Memorial Gift \$ 50.00	4709	11/10/2014	\$50.00	Protective Life Foundation	1004562
Children's of Alabama 2014 Matching Funds - EE contributions \$ 1,665.00	4710	11/10/2014	\$1,665.00	Protective Life Foundation	1004563
Community Food Bank of Central Alabama 2014 Operating Support \$ 15,000.00	4681	11/10/2014	\$15,000.00	Protective Life Foundation	1004564
Community Food Bank of Central Alabama 2014 "Tailgate to End Hunger" \$ 2,500.00	4664	11/11/2014	\$2,500.00	Protective Life Foundation	1004567
Cornerstone Schools of Alabama 2014 Operating Support \$ 70,000.00	4658	11/11/2014	\$70,000.00	Protective Life Foundation	1004566
The Foundry Rescue Mission and Recovery Center 2014 Operating Support \$ 2,500.00	4662	11/11/2014	\$2,500.00	Protective Life Foundation	1004571
Glenwood, Inc. 2014 UW Projects \$ 5,520.00	4708	11/13/2014	\$5,520.00	Protective Life Foundation	1004583

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
The Hispanic Interest Coalition of Alabama 2014 Capital Campaign \$ 100,000.00	4677	11/18/2014	\$33,333.33	Protective Life Foundation	1004592
Holy Family Cristo Rey Catholic High School 2014 Operating Support \$ 25,000.00	4656	11/11/2014	\$25,000.00	Protective Life Foundation	1004568
Impact Alabama: A Student Service Initiative 2014 - Tenth Anniversary Celebration \$ 20,000.00	4697	11/11/2014	\$20,000.00	Protective Life Foundation	1004569
Jefferson State Community College Partners for Progress Capital Campaign \$ 50,000.00	3215	11/13/2014	\$10,000.00	Protective Life Foundation	1004584
The Literacy Council 2014 Emergency Capital Campaign \$ 25,000.00	4682	11/10/2014	\$25,000.00	Protective Life Foundation	1004548
March of Dimes, Alabama Chapter 2014 Citizen of the Year \$ 25,000.00	4672	11/10/2014	\$25,000.00	Protective Life Foundation	1004544
MOMENTUM 2014 Programming Support \$ 2,500.00	4680	11/10/2014	\$2,500.00	Protective Life Foundation	1004545
The NAILBA Charitable Foundation 2014 Additional Gift \$ 10,000.00	4706	11/10/2014	\$10,000.00	Protective Life Foundation	1004546
National Alliance on Mental Illness 2014 NAMI Birmingham Walk \$ 1,000.00	4671	11/10/2014	\$1,000.00	Protective Life Foundation	1004547

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
National Veterans Day 2014 Veterans Day \$ 5,000.00	4685	11/13/2014	\$5,000.00	Protective Life Foundation	1004585
The Nature Conservancy of Alabama 2014 Operating Support \$ 15,000.00	4678	11/10/2014	\$15,000.00	Protective Life Foundation	1004549
Nick's Kids Fund 2014 Gift - Marketing Project \$ 10,000.00	4707	11/13/2014	\$10,000.00	Protective Life Foundation	1004589
PLF Scholar - Anna C. Davenport PLF Scholar - 2011 - 2012 Academic Year \$ 10,000.00	3501	11/11/2014	\$2,500.00	Protective Life Foundation	1004570
PLF Scholar - Robert Tyler Waldrep 2013 - 2014 PLF Scholarship Award \$ 10,000.00	4243	11/13/2014	\$1,339.76	Protective Life Foundation	1004590
Red Mountain Park Fund 2013 Capital Campaign \$ 100,000.00	4189	11/10/2014	\$33,333.33	Protective Life Foundation	1004539
The Ride to Conquer Cancer The 2014 Ride to Conquer Cancer \$ 1,000.00	4687	11/12/2014	\$1,000.00	Protective Life Foundation	1004575
Robert E. Reed Gastrointestinal Oncology Research Foundation 2014 "Finish the Fight" Tailgate Party - 100% donation \$ 2,500.00	4701	11/13/2014	\$2,500.00	Protective Life Foundation	1004586

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
S.S. Huebner Foundation for Insurance Education 2014 Programming Support \$ 5,000.00	4711	11/12/2014	\$5,000.00	Protective Life Foundation	1004573
St. Jude Children's Research Hospital 2014 Matching Gift on EEs' Donations \$ 585 00	4712	11/12/2014	\$585.00	Protective Life Foundation	1004574
Teach for America & CMEF 2014 - Multi-Year Programming Support \$ 30,000.00	4659	11/10/2014	\$30,000.00	Protective Life Foundation	1004540
UAB Capital Campaign - Drug Discovery Program 2014 - The Campaign for UAB - Included in 2013 numbers, paid in 2014 \$ 1,000,000 00	4345	11/10/2014	\$1,000,000 00	Protective Life Foundation	1004541
UAB School of Nursing 2014 No-Show Ball \$ 5,000 00	4670	11/10/2014	\$5,000.00	Protective Life Foundation	1004551
United Way of Central Alabama 2014 - 50 Years Donor Dinner - 100% donation \$ 1,500.00	4668	11/10/2014	\$1,500 00	Protective Life Foundation	1004552
United Way of Central Alabama 2014 Corporate Gift \$ 440,000.00	4409	11/18/2014	\$440,000.00	Protective Life Foundation	1004593
United Way of Metropolitan Nashville 2014 Corporate Gift \$ 28,000 00	4410	11/10/2014	\$28,000.00	Protective Life Foundation	1004542

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
The University of Alabama in Huntsville 2014 Programming Support \$ 25,000.00	4657	11/10/2014	\$25,000.00	Protective Life Foundation	1004550
YWCA Central Alabama Three-Year Capacity Building Gift \$ 180,000 00	3643	11/10/2014	\$60,000.00	Protective Life Foundation	1004543
Total November 2014 (47 items)			\$2,117,826 42		
December 2014					
Alabama Shakespeare Festival 2014 Operating Support \$ 10,000 00	4735	12/23/2014	\$10,000.00	Protective Life Foundation	1004617
American Diabetes Association 2014 Net Promoter Score Survey - First Protective \$ 2,900.00	4739	12/9/2014	\$2,900 00	Protective Life Foundation	1004602
American Enterprise Institute for Public Policy Research 2015 Corporate Program \$ 50,000.00	4740	12/9/2014	\$50,000.00	Protective Life Foundation	1004600
Arbor Day Foundation 2014 Gift \$ 10,000.00	4764	12/23/2014	\$10,000 00	Protective Life Foundation	1004626
Arthritis Foundation 2014 Jingle Bell Run \$ 5,000.00	4699	12/9/2014	\$5,000.00	Protective Life Foundation	1004605

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Auburn University 2014 Multi-Year Gift \$ 250,000.00	4736	12/23/2014	\$83,333.33	Protective Life Foundation	1004612
Autism Society of Alabama 2014 Operating Support \$ 5,000.00	4743	12/23/2014	\$5,000.00	Protective Life Foundation	1004634
The Bell Center for Early Intervention Programs 2014 Programming Support \$ 2,000.00	4745	12/23/2014	\$2,000.00	Protective Life Foundation	1004635
Birmingham Kiwanis Foundation 2012 Signature Projects \$ 40,000.00	3754	12/23/2014	\$10,000.00	Protective Life Foundation	1004623
Birmingham Museum of Art 2015 Exhibition Sponsorship (\$50,000) and Corporate Partnership renewal (\$40,000) \$ 90,000.00	4744	12/23/2014	\$90,000.00	Protective Life Foundation	1004613
The Birmingham Zoo 2014 Capital Campaign \$ 500,000.00	4083	12/23/2014	\$100,000.00	Protective Life Foundation	1004614
Camp Smile-A-Mile 2014 Matching on LAD's Fundraising Efforts \$ 5,663.00	4766	12/23/2014	\$5,663.00	Protective Life Foundation	1004611
Charter Oak Amateur Boxing Academy and Youth Development Program 2014 Honorarium for Advisory Council member \$ 1,000.00	4765	12/23/2014	\$1,000.00	Protective Life Foundation	1004619

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Collat Jewish Family Services 2014 Programming Support \$ 10,000.00	4713	12/23/2014	\$10,000.00	Protective Life Foundation	1004620
Glenwood, Inc. 2014 Capital Campaign - Silent Phase \$ 250,000.00	4747	12/23/2014	\$50,000.00	Protective Life Foundation	1004615
Greater Alabama Council 2014 Net Promoter Score Survey - First Protective \$ 7,100.00	4738	12/9/2014	\$7,100.00	Protective Life Foundation	1004603
Greater Birmingham Humane Society 2014 Memorial Gift \$ 10,000.00	4758	12/23/2014	\$10,000.00	Protective Life Foundation	1004621
The Jimmie Hale Mission 2014 Operating Support \$ 10,000.00	4750	12/23/2014	\$10,000.00	Protective Life Foundation	1004622
Magic Moments 2014 Matching Funds - LAD \$ 1,750.00	4763	12/23/2014	\$1,750.00	Protective Life Foundation	1004624
Main Street Alabama 2014 Multi-Year Support \$ 75,000.00	4751	12/23/2014	\$25,000.00	Protective Life Foundation	1004625
The McWane Science Center 2012 Capital Campaign - Children's Museum \$ 250,000.00	3834	12/23/2014	\$50,000.00	Protective Life Foundation	1004616
National Multiple Sclerosis Society 2014 Legacy of Leadership Campaign honoring Don Logan \$ 15,000.00	4725	12/23/2014	\$15,000.00	Protective Life Foundation	1004627

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
PLF Scholar - Anna Donze 2012 - 2013 PLF Scholarship \$ 10,000.00	3855	12/30/2014	\$1,248.13	Protective Life Foundation	1004639
PLF Scholar - Catherine L. Sellers 2014 - 2015 PLF Scholar - for up to four years \$ 10,000.00	4565	12/23/2014	\$136.25	Protective Life Foundation	1004638
PLF Scholar - Grayson T. Wright 2014 - 2015 Doing the Right Thing Award \$ 1,000.00	4570	12/23/2014	\$1,000.00	Protective Life Foundation	1004637
PLF Scholar - Robin Anderson 2012 - 2013 PLF Scholar \$ 10,000.00	3850	12/9/2014	\$763.00	Protective Life Foundation	1004604
PLF Scholar - Tamera D. Dale 2014 - 2015 PLF Scholar (up to four years) \$ 10,000.00	4555	12/23/2014	\$791.00	Protective Life Foundation	1004633
Ronald McDonald House Charities of Alabama, Inc. 2014 Matching Funds - St. Louis office \$ 958.00	4769	12/30/2014	\$958.00	Protective Life Foundation	1004640
Rotary Club of Birmingham 2013 Rotary Trail \$ 50,000.00	4182	12/23/2014	\$25,000.00	Protective Life Foundation	1004629
The Salvation Army 2014 Operating Support \$ 20,000.00	4753	12/23/2014	\$20,000.00	Protective Life Foundation	1004636
Sixteenth Street Baptist Church 2014 Operating Support \$ 12,000.00	4762	12/23/2014	\$12,000.00	Protective Life Foundation	1004630

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
St. Joseph School 2014 Memorial Gift \$ 50 00	4768	12/23/2014	\$50 00	Protective Life Foundation	1004631
St. Martin's in the Pines 2014 Capital Campaign \$ 10,000.00	4755	12/23/2014	\$10,000.00	Protective Life Foundation	1004632
Triumph Services 2014 Programming Support \$ 2,500.00	4749	12/30/2014	\$2,500 00	Protective Life Foundation	1004642
United Way of Central Alabama 2014 Deficit Funding \$ 35,000 00	4737	12/9/2014	\$35,000.00	Protective Life Foundation	1004601
Total December 2014 (35 items)			\$663,192.71		
Grand Total (276 items)			\$4,371,989.76		

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

Department of the Treasury
Internal Revenue Service

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

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- 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

Type or print	Name of exempt organization or other filer, see instructions	Enter filer's identifying number
File by the due date for filing your return. See instructions	PROTECTIVE LIFE FOUNDATION	Employer identification number (EIN) or 63-1129596
	Number, street, and room or suite no. If a P.O. box, see instructions P.O. BOX 13008	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions BIRMINGHAM, AL 35202	

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

KATE H. COTTON

- The books are in the care of ► **1209 MONTGOMERY HIGHWAY - BIRMINGHAM, AL 35223**

Telephone No ► **205-268-4434**

Fax No ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and 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 **AUGUST 15, 2015** to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2014** 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	\$	0.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	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