Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 07-01-2014 , and ending 06-30-2015

Name of foundation
THE SOLON AND MARTHA DIXON FD

A Employer identification number
63-0812726

Number and street (or P O box number if mail is not delivered to street address) Room/suite
PODRAWER 990

B Telephone number (see instructions)
(334) 222-3138

City or town, state or province, country, and ZIP or foreign postal code
ANDALUSIA, AL 36420

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)* ▶$ 20,987,188

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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))*

	Line	Description	(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	207,726	207,726		
	4	Dividends and interest from securities	322,865	322,865		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	931,699			
	b	Gross sales price for all assets on line 6a 3,972,729				
	7	Capital gain net income (from Part IV, line 2)		931,699		
	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) (attach schedule)				
	11	Other income (attach schedule)	14,056	14,056		
	12	**Total.** Add lines 1 through 11	1,476,346	1,476,346		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	88,000	35,200		52,800
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	26,360	17,134		9,226
	c	Other professional fees (attach schedule)	198,339	198,339		
	17	Interest	343	343		
	18	Taxes (attach schedule) (see instructions)	33,389	8,921		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy	800	480		320
	21	Travel, conferences, and meetings	31			31
	22	Printing and publications				
	23	Other expenses (attach schedule)	3,618	1,210		1,602
	24	**Total operating and administrative expenses.** Add lines 13 through 23	350,880	261,627		63,979
	25	Contributions, gifts, grants paid	881,641			881,641
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,232,521	261,627		945,620
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	243,825			
	b	**Net investment income** (if negative, enter -0-)		1,214,719		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	1,076,667	1,078,232	1,078,232
	2	Savings and temporary cash investments			
	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	16,200		
	10a	Investments—U S and state government obligations (attach schedule)	1,991,555	2,093,471	2,082,036
	b	Investments—corporate stock (attach schedule)	10,963,981	11,112,214	14,518,558
	c	Investments—corporate bonds (attach schedule)	2,724,364	2,729,302	2,835,317
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	536	357	357
	14	Land, buildings, and equipment basis ▶ 472,688			
		Less accumulated depreciation (attach schedule) ▶	465,467	472,688	472,688
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	17,238,770	17,486,264	20,987,188
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 ▶)	1,325	15,995	
	23	**Total liabilities** (add lines 17 through 22)	1,325	15,995	
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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	17,237,445	17,470,269	
	30	**Total net assets or fund balances** (see instructions)	17,237,445	17,470,269	
	31	**Total liabilities and net assets/fund balances** (see instructions)	17,238,770	17,486,264	

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	17,237,445
2	Enter amount from Part I, line 27a	2	243,825
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	17,481,270
5	Decreases not included in line 2 (itemize) ▶	5	11,001
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	17,470,269

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			(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	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	931,699
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 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	993,813	20,136,626	0 049354
2012	880,334	18,355,371	0 047961
2011	814,390	17,096,023	0 047636
2010	820,473	17,159,116	0 047816
2009	798,311	16,379,781	0 048738

2	**Total** of line 1, column (d)	2	0 241505
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 048301
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	21,062,192
5	Multiply line 4 by line 3	5	1,017,325
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	12,147
7	Add lines 5 and 6	7	1,029,472
8	Enter qualifying distributions from Part XII, line 4	8	945,620

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see 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	24,294
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	
3	Add lines 1 and 2			3	24,294
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	24,294
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	10,199		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	3,521		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	13,720
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	10,574
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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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? *If "Yes," attach a conformed copy of the changes*	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? *If "Yes," attach the statement required by General Instruction T.*	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? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
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*	8b	Yes	
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*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		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 ▶NONE

14 The books are in care of ▶WHITE MCCLUNG LLC CPAS Telephone no ▶(334) 222-3138

Located at ▶218 SOUTH THREE NOTCH STREET ANDALUSIA AL ZIP+4 ▶364201219

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 |

		Line	Yes	No
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		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) 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.	Line	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)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c		
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 ▶ 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 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		
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 2014?	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 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**		
	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
See Additional Data Table				

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		

Total number of others receiving over $50,000 for professional services . . . . ▶

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	

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	19,694,478
b	Average of monthly cash balances	1b	1,215,413
c	Fair market value of all other assets (see instructions)	1c	473,045
d	**Total** (add lines 1a, b, and c)	1d	21,382,936
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	21,382,936
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	320,744
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	21,062,192
6	**Minimum investment return.** Enter 5% of line 5	6	1,053,110

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	1,053,110
2a	Tax on investment income for 2014 from Part VI, line 5	2a	24,294		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	24,294
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,028,816
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,028,816
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	1,028,816

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	945,620
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	945,620
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	945,620

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				1,028,816
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			781,992	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010.				
c From 2011.				
d From 2012.				
e From 2013.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 945,620				
a Applied to 2013, but not more than line 2a			781,992	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2014 distributable amount.				163,628
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				865,188
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)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2010. . . .				
b Excess from 2011. . . .				
c Excess from 2012. . . .				
d Excess from 2013. . . .				
e Excess from 2014. . . .				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling . . . . ▶

b 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			
	(a) 2014	**(b)** 2013	**(c)** 2012	**(d)** 2011	**(e) Total**
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:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

DORIS B TYLER PRESIDENT
PO DRAWER 990
ANDALUSIA, AL 36420
(334) 222-3138

b The form in which applications should be submitted and information and materials they should include

A LETTER OF REQUEST DETAILING THE TAX EXEMPT PURPOSE OF THE ENTITY AND THE PROJECT BEING UNDERTAKEN, WHO WILL BENEFIT FROM THE PROJECT, OTHER ENTITIES WHO WILL BE PARTICIPATING IN THE PROJECT, AMOUNT THAT THE REQUESTING ENTITY WILL BE CONTRIBUTING TO THE PROJECT AND THE AMOUNT WHICH THE ENTITY WILL BE REQUESTING FROM THIS FOUNDATION IN THE NARRATIVE DESCRIBING THE PROJECT, THE ENTITY SHOULD STATE THE START-UP DATE OF THE PROJECT AND THE ESTIMATED COMPLETION DATE OF THE PROJECT THE ENTITY IS TO INFORM THE FOUNDATION OF THE SUCCESS OF THE PROJECT AND PROVIDE APPROPRIATE PICTURES

c Any submission deadlines

REQUESTS TO THE FOUNDATION SHOULD BE SUBMITTED ON OR BEFORE SEPTEMBER 1ST, NOVEMBER 30TH, FEBRUARY 2

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

THE FOUNDATION'S CHARITABLE PURPOSE SEEKS TO SUPPORT AND PROMOTE THE CULTIVATION AND GROWTH OF FORESTS AS A NATURAL RESOURCE, AND TO SUPPORT AND PROMOTE EDUCATIONAL ACTIVITIES WHICH DEVELOP AND IMPLEMENT SYSTEMATIC FOREST MANAGEMENT INFORMATION FOR THE PRODUCTION OF TIMBER PRODUCTS AND AT THE SAME TIME PROMOTE CONSERVATION OF SUCH NATURAL RESOURCES, AND TO FOSTER ECOLOGICAL DEVELOPMENT OF CO-EXISTENCE BETWEEN TIMBER RESOURCES AND DISTRIBUTIONS OF HUMAN, SOCIAL AND CULTURAL PATTERNS THE FOUNDATION ALSO CONSIDERS SCIENTIFIC AND EDUCATIONAL PURPOSES WITHIN THE MEANING OF SECTION 501(C)(3) PRIORITY IS GIVEN TO AUBURN UNIVERSITY'S SCHOOL OF FORESTRY AND WILDLIFE SCIENCES, LYMAN WARD MILITARY ACADEMY, AND GOVERNMENT AND RELATED AGENCIES, EDUCATION SYSTEMS AND CHARITABLE ENTITIES, ALL WITHIN COVINGTON COUNTY, AL

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 Additional Data Table				
Total . . . . ▶ **3a**				881,641
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	207,726	
4 Dividends and interest from securities. . . .			14	322,865	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			15	5,056	
8 Gain or (loss) from sales of assets other than inventory			18	931,699	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a OIL, GAS & MINERAL LEASES			16	9,000	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				1,476,346	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 1,476,346

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	**1a(1)**		**No**
(2) Other assets	**1a(2)**		**No**
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		**No**
(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		**No**
(3) Rental of facilities, equipment, or other assets	**1b(3)**		**No**
(4) Reimbursement arrangements	**1b(4)**		**No**
(5) Loans or loan guarantees	**1b(5)**		**No**
(6) Performance of services or membership or fundraising solicitations	**1b(6)**		**No**
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		**No**

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

****** | 2016-05-10 | ******

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
PHILLIP G JONES PA EA		2016-05-09		P00924516

Firm's name ▶ WHITE & MCCLUNG LLC

Firm's EIN ▶ 45-3819281

Firm's address ▶ 218 S THREE NOTCH ST ANDALUSIA, AL 36420

Phone no (334) 222-2907

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)
"PUBLICLY TRADED SECURITIES"	P	2013-07-01	2015-06-30
BEN F EDWARDS & CO - EBR-467581	D	2005-02-04	2015-06-03
BRANDES INVESTMENT PARTNERS LP	P	2014-01-01	2015-06-30
EADS & HEALD INVESTMENT COUNSEL	P	2014-01-01	2015-06-30
KAYNE ANDERSON RUDNICK INV MGMT	P	2014-01-01	2015-06-30
CAPSTONE ASSET MANAGEMENT	P	2014-01-01	2015-06-30
INVESCO ADVISERS, INC	P	2014-01-01	2015-06-30
FORWARD MANAGEMENT, LLC	P	2014-01-01	2015-06-30
FEDERATED INVESTMENT COUNSELING	P	2014-01-01	2015-06-30
SECURITIES LITIGATION SETTLEMENTS	P	2014-01-01	2015-06-30

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)
55,410		272,743	-217,333
1,441,629		1,044,736	396,893
973,650		486,325	487,325
508,302		298,403	209,899
324,000		339,374	-15,374
233,068		180,405	52,663
239,376		256,927	-17,551
194,104		162,117	31,987
3,190			3,190

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	
			-217,333
			396,893
			487,325
			209,899
			-15,374
			52,663
			-17,551
			31,987
			3,190

Form 990PF Part VIII Line 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
MARTHA B DIXON PO DRAWER 990 PO DRAWER 990 ANDALUSIA, AL 364201219	DIRECTOR EME 0 50	2,300	0	0
DORIS B TYLER PO DRAWER 990 PO DRAWER 990 ANDALUSIA, AL 364201219	PRESIDENT 6 00	51,200	0	0
FRANK MCGUIRE PO DRAWER 990 PO DRAWER 990 ANDALUSIA, AL 364201219	VICE PRESIDE 1 50	9,200	0	0
LOUISA M BAKER PO DRAWER 990 PO DRAWER 990 ANDALUSIA, AL 364201219	SECRETARY 1 50	9,200	0	0
PHILLIP G JONES PO DRAWER 990 PO DRAWER 990 ANDALUSIA, AL 364201219	TREASURER/EX 6 00	9,200	0	0
EVERETT E JOHNSON PO DRAWER 990 PO DRAWER 990 ANDALUSIA, AL 364201219	DIRECTOR 1 50	6,900	0	0

Form 990PF Part XV Line 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*				
ALABAMA EYE BANK 500 ROBERT JEMISON ROAD BIRMINGHAM, AL 35209	NONE	TAX EXEMPT	SUPPORT FOR PURPOSE OF ENTITY	1,000
ALABAMA LIONS SIGHT CON 700 SOUTH 18TH ST BIRMINGHAM, AL 35233	NONE	TAX EXEMPT	SUPPORT FOR PURPOSE OF ENTITY	1,000
ALABAMA PUBLIC TELEVISION 2112 11TH AVENUE SOUTH BIRMINGHAM, AL 35205	NONE	TAX EXEMPT	SUPPORT FOR PURPOSE OF ENTITY	2,000
AMERICAN RED CROSS 234 HILLCREST DRIVE ANDALUSIA, AL 36420	NONE	TAX EXEMPT	FIRES, DISASTERS AND TRAINING	15,000
ALABAMA KIDNEY FOUNDATION P O BOX 12505 BIRMINGHAM, AL 35202	NONE	TAX EXEMPT	SUPPORT FOR PURPOSE OF ENTITY	1,000
DISTINGUISHED YOUNG WOMEN-COV CNTY P O BOX 1693 ANDALUSIA, AL 36420	NONE	TAX EXEMPT	SUPPORT FOR SCHOLARSHIP PROGRAM	5,000
AL-FL COUNCIL BOY SCOUTS OF AMERICA P O BOX 1742 ANDALUSIA, AL 36420	NONE	TAX EXEMPT	GOLDEN EAGLE DINNER AND FUND DRIVE	1,000
ANDALUSIA AREA HUMANE SOCIETY 411 PEARL STREET ANDALUSIA, AL 36420	NONE	TAX EXEMPT	4 KENNELS & 4 KENNEL RUNS	20,250
ANDALUSIA BALLET ASSOC 1216 EAST THREE NOTCH ST ANDALUSIA, AL 36420	NONE	TAX EXEMPT	SPONSOR PERFORMERS & GUEST DANCERS	6,000
ANDALUSIA CITY BOARD OF EDUCATION 122 SIXTH AVENUE ANDALUSIA, AL 36420	NONE	EDUCATION	30 IPAD MINIS & 330 E-BOOKS	19,625
CITY OF ANDALUSIA 505 EAST THREE NOTCH ST ANDALUSIA, AL 36420	NONE	GOVT	ANNUAL SENIOR APPRECIATION DAY	1,000
CITY OF ANDALUSIA 505 EAST THREE NOTCH ST ANDALUSIA, AL 36420	NONE	GOVT	"TWILIGHT OF AN ERA", MURAL	1,000
CITY OF FLORALA 22664 WALL AVENUE FLORALA, AL 36442	NONE	GOVT	CONSTRUCTION OF CITY PARK	30,000
COVINGTON CNTY ARTS COUNCIL 1000 DANNELLY BLVD ANDALUSIA, AL 36420	NONE	TAX EXEMPT	SUPPORT FOR ARTISTIC PERFORMANCES	6,500
COVINGTON CNTY CHILD ADVOCACY CTR 125 MEDICAL PK DRSTE 103 ANDALUSIA, AL 36420	NONE	TAX EXEMPT	DIAGNOSTIC & OFFICE EQUIPMENT	21,000
Total . . . . ▶ **3a**				881,641

Form 990PF Part XV Line 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*				
CHILDREN'S HOSPITAL FOUND 1600 7TH AVENUE SOUTH BIRMINGHAM, AL 35233	NONE	MEDICAL	HEALTHCARE FOR CHILDREN & PEDIATRIC	10,000
COVINGTON CNTY COMMISSION 260 HILLCREST DRIVE ANDALUSIA, AL 36420	NONE	GOVT	EMPLOYMENT OF PEOPLE WITH DISABILITI	1,500
COVINGTON CNTY COMMISSION 260 HILLCREST DRIVE ANDALUSIA, AL 36420	NONE	GOVT	SUPPORT FOR THE 2014 HONOR FLIGHT	3,000
SAV-A-LIFE FAMILY HOPE CENTER P O BOX 487 ANDALUSIA, AL 36420	NONE	TAX EXEMPT	SUPPORT PROGRAM FOR TEEN PREGNANCY	5,000
EASTER SEALS CAMP ASCCA P O BOX 21 JACKSONS GAP, AL 36861	NONE	TAX EXEMPT	RENOVATION OF THE DAVIS LODGE	15,000
COVINGTON COUNTY SCHOOLS P O BOX 460 ANDALUSIA, AL 36420	NONE	EDUCATION	COMPASSLEARNING ODYSSEY	36,160
COVINGTON COUNTY SCHOOLS P O BOX 460 ANDALUSIA, AL 36420	NONE	EDUCATION	PLEASANT HOME SCHOOL READ GRANT	29,509
COVINGTON COUNTY SCHOOLS P O BOX 460 ANDALUSIA, AL 36420	NONE	EDUCATION	RED LEVEL H S-MUSICAL INSTRUMENTS	25,000
COVINGTON COUNTY SCHOOLS P O BOX 460 ANDALUSIA, AL 36420	NONE	EDUCATION	STRAUGHN H S-BAND UNIFORMS & HATS	20,000
FRIENDS OF OPP PUBLIC LIBRARY 1604 N MAIN STREET OPP, AL 36467	NONE	TAX EXEMPT	OPP PUBLIC LIBRARY BOOKS & EQUIPMENT	5,000
CROSSOVER MINISTRIES INC 508 HIGHWAY 52 EAST OPP, AL 36467	NONE	TAX EXEMPT	MEN AND WOMEN'S DRUG RECOVERY PROG	36,000
ANDALUSIA COMMUNITY CHRISTMAS P O BOX 1525 ANDALUSIA, AL 36420	NONE	TAX EXEMPT	CHRISTMAS FOR COMMUNITY CHILDREN	2,500
LBW COMMUNITY COLLEGE P O DRAWER 1418 ANDALUSIA, AL 36420	NONE	EDUCATION	RENOVATION OF PERFORMING ARTS CTR	91,300
MEREDITH'S MIRACLES INC P O BOX 2032 ANDALUSIA, AL 36420	NONE	TAX EXEMPT	FINANCIAL SUPPORT SICK/INJURED CHILD	10,000
MIZELL MEMORIAL HOSP FD P O BOX 1010 OPP, AL 36467	NONE	TAX EXEMPT	SUPPORT FOR PURPOSE OF ENTITY	1,000
Total . . . . ▶ **3a**				881,641

Form 990PF Part XV Line 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*				
MOPS INTERNATIONAL - ANDALUSIA 2370 S TRENTON WAY DENVER,CO 80231	NONE	TAX EXEMPT	SUPPORT RESOURCES/BENEFITS MOTHERS	500
NATIONAL FREEDOM FORUMS INC P O BOX 241304 MONTGOMERY,AL 36124	NONE	TAX EXEMPT	PROMOTING AMERICA & LIFE CHOICES	2,000
PILOTS FOR CHRIST INC P O BOX 707 MONROEVILLE,AL 36461	NONE	TAX EXEMPT	SUPPORT AVIATION MINISTRY	60,000
DISCOVERING AL MUSEUM 103 SMITH HALL TUSCALOOSA,AL 35487	NONE	EDUCATION	PROMOTE NATURAL SCIENCE/CONSERVATION	50,000
VOLUNTEERS OF AMERICA 116 SOUTHERN OAKS DRIVE OPP,AL 36420	NONE	TAX EXEMPT	THANKSGIVING/CHRISTMAS MEALS-ELDERLY	4,000
SAFE SAV-A-LIFE P O BOX 487 ANDALUSIA,AL 36420	NONE	TAX EXEMPT	SUPPORT ABSTINENCE PROGRAM	3,000
COVINGTON CNTY UNITED FD P O BOX 667 ANDALUSIA,AL 36420	NONE	TAX EXEMPT	SUPPORT FOR PURPOSE OF ENTITY	6,500
ALABAMA SCOTTISH RITE FOUNDATION 400 VALLEY AVENUE BIRMINGHAM,AL 35209	NONE	TAX EXEMPT	SUPPORT DYSLEXIA PROGRAM IN ALABAMA	6,000
COV CNTY RELAY FOR LIFE P O BOX 280 ANDALUSIA,AL 36420	NONE	TAX EXEMPT	CANCER RESEARCH, EDUCATION & ADVOCAC	1,000
THE LONG LEAF ALLIANCE 12130 DIXON CENTER ROAD ANDALUSIA,AL 36420	NONE	TAX EXEMPT	SUPPORT "THE ECONOMICS OF LEGACY PLA	5,000
COVINGTON CNTY IMAGINATION LIBRARY PO BOX 643 ANDALUSIA,AL 36420	NONE	TAX EXEMPT	PURCHASE OF CHILDREN'S BOOKS	500
COV CNTY COOP EXTENSION SERVICE P O BOX 519 ANDALUSIA,AL 36420	NONE	EDUCATION	SUPPORT FOR 4-H PROGRAM	15,000
FAITH BROADCASTING INC P O BOX 210789 MONTGOMERY,AL 36121	NONE	TAX EXEMPT	SUPPORT CHRISTIAN BROADCAST MINISTRY	8,000
LOWER AL ARTS COALITION P O BOX 1963 ANDALUSIA,AL 36420	NONE	TAX EXEMPT	SUPPORT VISUAL & MUSICAL ARTS	40,000
MEGAN KELLEY SMILES FOUNDATION P O BOX 1416 ANDALUSIA,AL 36420	NONE	TAX EXEMPT	CARE,TREATMENT-JUVENILE CANCER PATIE	15,000
Total . . . . ▶ **3a**				881,641

Form 990PF Part XV Line 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*				
SOUTH CENTRAL AL MENTAL HEALTH CTR 205 ACADEMY DRIVE ANDALUSIA, AL 36420	NONE	GOVT	SUPPORT FOR COMMUNITIES CARING 2015	1,000
SOUTH CENTRAL AL MENTAL HEALTH CTR 205 ACADEMY DRIVE ANDALUSIA, AL 36420	NONE	GOVT	PURCHASED 8 CARRIER GAS FURNACES	15,080
SOUTH CENTRAL AL MENTAL HEALTH CTR 205 ACADEMY DRIVE ANDALUSIA, AL 36420	NONE	GOVT	SUPPORT FOR INDIGENT DRUG PROGRAM	10,000
SOUTH CENTRAL AL MENTAL HEALTH CTR 205 ACADEMY DRIVE ANDALUSIA, AL 36420	NONE	GOVT	GE MEDICAL STAND FOR DINAMAP PRO 400	3,500
AUBURN UNIVERSITY FOUNDATION 317 SOUTH COLLEGE STREET AUBURN, AL 36849	NONE	EDUCATION	CONFERENCE CTR/CLASSROOMS FORESTRY C	182,467
COV CNTY FORESTRY COMMITTEE 1803 DR MLK JR EXPY ANDALUSIA, AL 36420	NONE	GOVT	AERIAL PLATFORM FOR FIRE SUPPRESSION	3,000
LUCILE PIERCE FAMILY LITERACY & RES 102 EAST IDA AVENUE OPP, AL 36467	NONE	TAX EXEMPT	LITERACY NEEDS FOR ADULTS	250
EXPONENT PHILANTHROPY 1720 N STREET NW WASHINGTON, DC 20036	NONE	TAX EXEMPT	SUPPORT FOR PURPOSE OF ENTITY	1,500
OPP CULTURAL ARTS CENTER 107 SOUTH MAIN ST OPP, AL 36467	NONE	TAX EXEMPT	CHILDREN'S ART PROGRAM, ADULT ART/MU	25,000
USS ALABAMA BATTLESHIP FOUNDATION PO BOX 65 MOBILE, AL 36601	NONE	TAX EXEMPT	SUPPORT FOR PURPOSE OF ENTITY	1,000
Total . . . . ▶ **3a**				881,641

TY 2014 Accounting Fees Schedule

Name: THE SOLON AND MARTHA DIXON FD

EIN: 63-0812726

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	26,360	17,134		9,226

TY 2014 Investments Corporate Bonds Schedule

Name: THE SOLON AND MARTHA DIXON FD

EIN: 63-0812726

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	2,729,302	2,835,317

TY 2014 Investments Corporate Stock Schedule

Name: THE SOLON AND MARTHA DIXON FD

EIN: 63-0812726

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK	11,112,214	14,518,558

TY 2014 Investments Government Obligations Schedule

Name: THE SOLON AND MARTHA DIXON FD

EIN: 63-0812726

US Government Securities - End of Year Book Value:	2,093,471
US Government Securities - End of Year Fair Market Value:	2,082,036
State & Local Government Securities - End of Year Book Value:	
State & Local Government Securities - End of Year Fair Market Value:	

TY 2014 Investments - Other Schedule

Name: THE SOLON AND MARTHA DIXON FD

EIN: 63-0812726

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
INTEREST PURCHASED ON BONDS	AT COST	357	357

TY 2014 Land, Etc. Schedule

Name: THE SOLON AND MARTHA DIXON FD

EIN: 63-0812726

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LAND - 104 ACRES	472,688		472,688	472,688

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491130017326

TY 2014 Other Decreases Schedule

Name: THE SOLON AND MARTHA DIXON FD

EIN: 63-0812726

Description	Amount
6/30/14 EXCISE TAX & PENALTY	8,518
6/30/12 EXCISE TAX	2,483

TY 2014 Other Expenses Schedule

Name: THE SOLON AND MARTHA DIXON FD

EIN: 63-0812726

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
OFFICE EXPENSE & POSTAGE	1,237	400		837
DUES	750	360		390
INSURANCE - OFFICERS & DIRECT	750	375		375
INSURANCE - TIMBER AND LAND	75	75		
PENALTIES	806			

TY 2014 Other Income Schedule

Name: THE SOLON AND MARTHA DIXON FD

EIN: 63-0812726

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OIL ROYALTIES	5,056	5,056	
OIL, GAS & MINERAL LEASES	9,000	9,000	

TY 2014 Other Liabilities Schedule

Name: THE SOLON AND MARTHA DIXON FD

EIN: 63-0812726

Description	Beginning of Year - Book Value	End of Year - Book Value
FEDERAL & AL WITHHOLDING TAX	1,325	1,412
EXCISE TAX		14,099
INTEREST & PENALTY		484

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491130017326

TY 2014 Other Professional Fees Schedule

Name: THE SOLON AND MARTHA DIXON FD

EIN: 63-0812726

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	198,339	198,339		

TY 2014 Taxes Schedule

Name: THE SOLON AND MARTHA DIXON FD

EIN: 63-0812726

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	8,921	8,921		
FEDERAL EXCISE TAX	24,468			