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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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 instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 01-01-2015, and ending 12-31-2015

Name of foundation THE RATLIFF CHARITABLE FOUNDATION		A Employer identification number 63-1198327	
Number and street (or P O box number if mail is not delivered to street address) 1900 CRESTWOOD BOULEVARD No 300		Room/suite	B Telephone number (see instructions) (205) 951-4423
City or town, state or province, country, and ZIP or foreign postal code BIRMINGHAM, AL 35210		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) ▶ \$ 9,551,902		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		Revenue and expenses per (a) books	Net investment (b) income	Adjusted net (c) income	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	2,000		
	2	Check ▶ ☒ if the foundation is not required to attach Sch B			
	3	Interest on savings and temporary cash investments	10,987	10,987	
	4	Dividends and interest from securities	195,416	195,416	
	5a	Gross rents	15,625	15,625	
	b	Net rental income or (loss) _____ -37,083			
	6a	Net gain or (loss) from sale of assets not on line 10	1,151,980		
	b	Gross sales price for all assets on line 6a _____ 4,180,435			
	7	Capital gain net income (from Part IV, line 2) . . .		1,157,452	
	8	Net short-term capital gain			
	9	Income modifications			
	10a	Gross sales less returns and allowances			
Operating and Administrative Expenses	b	Less Cost of goods sold			
	c	Gross profit or (loss) (attach schedule)			
	11	Other income (attach schedule)			
	12	Total. Add lines 1 through 11	1,376,008	1,379,480	
	13	Compensation of officers, directors, trustees, etc	0	0	0
	14	Other employee salaries and wages			
	15	Pension plans, employee benefits			
	16a	Legal fees (attach schedule).	2,000	0	2,000
	b	Accounting fees (attach schedule).	2,982	0	2,982
	c	Other professional fees (attach schedule)	136,728	136,728	0
	17	Interest	452	452	0
	18	Taxes (attach schedule) (see instructions) . . .	55,807	1,650	0
	19	Depreciation (attach schedule) and depletion . .			
	20	Occupancy			
	21	Travel, conferences, and meetings.			
	22	Printing and publications			
	23	Other expenses (attach schedule).	81,943	81,943	0
	24	Total operating and administrative expenses.			
		Add lines 13 through 23	279,912	220,773	4,982
	25	Contributions, gifts, grants paid	250,000		250,000
	26	Total expenses and disbursements. Add lines 24 and 25	529,912	220,773	254,982
	27	Subtract line 26 from line 12			
	a	Excess of revenue over expenses and disbursements	846,096		
	b	Net investment income (if negative, enter -0-)		1,158,707	
	c	Adjusted net income (if negative, enter -0-) . . .			

Part II		Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing				
	2	Savings and temporary cash investments	2,041,391	700,395	700,395	
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions).				
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U S and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)	5,440,989	6,120,710	5,727,601	
	c	Investments—corporate bonds (attach schedule)				
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	12	Investments—mortgage loans.				
	13	Investments—other (attach schedule)	1,442,763	2,950,134	3,123,906	
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
15	Other assets (describe ▶ _____)					
16	Total assets(to be completed by all filers—see the instructions Also, see page 1, item I)	8,925,143	9,771,239	9,551,902		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule).				
	22	Other liabilities (describe ▶ _____)				
	23	Total liabilities(add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	0	0		
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0		
	29	Retained earnings, accumulated income, endowment, or other funds	8,925,143	9,771,239		
	30	Total net assets or fund balances(see instructions)	8,925,143	9,771,239		
31	Total liabilities and net assets/fund balances(see instructions)	8,925,143	9,771,239			

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	8,925,143
2	Enter amount from Part I, line 27a	2	846,096
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	9,771,239
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	9,771,239

Part IV

Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr)	Date sold (d) (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (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			Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) 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	1,157,452
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))
2014	40,000	10,454,040	0 003826
2013	276,450	7,924,229	0 034887
2012	632,821	6,702,035	0 094422
2011	230,353	6,635,693	0 034714
2010	467,518	6,427,308	0 072739

2	Total of line 1, column (d).	2	0 240588
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 048118
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	9,906,390
5	Multiply line 4 by line 3.	5	476,676
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	11,587
7	Add lines 5 and 6.	7	488,263
8	Enter qualifying distributions from Part XII, line 4.	8	254,982

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

c

All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)

2

Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

2

0

3

Add lines 1 and 2.

3

23,174

4

Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

4

0

5

Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

5

23,174

6

Credits/Payments

a

2015 estimated tax payments and 2014 overpayment credited to 2015

6a

10,000

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

10,000

8

Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.

8

247

9

Tax due. If the total of lines 5 and 8 is more than line 7, enter **amount owed**

9

13,421

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

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)?
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.

1b

No

c

Did the foundation file **Form 1120-POL** for this year?

1c

No

d

Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:
(1) On the foundation ☐ \$ _____ 0 (2) On foundation managers ☐ \$ _____ 0

e

Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____ 0

2

Has the foundation engaged in any activities that have not previously been reported to the IRS?
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 2015 or the taxable year beginning in 2015 (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)*

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? Website address ▶N/A	13	Yes	
14	The books are in care of ▶CARL LESSMAN Telephone no ▶(205) 951-4479 Located at ▶1900 CRESTWOOD BOULEVARD SUITE 300 BIRMINGHAM AL ZIP+4 ▶35210			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2015, 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? 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 ▶	16	Yes	No

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		
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 2015?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?. ☐ 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 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period?(<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
WILLIAM T RATLIFF III 1900 CRESTWOOD BOULEVARD SUITE 300 BIRMINGHAM, AL 35210	PRES/TREAS/DIRECTOR 1 00	0	0	0
CARL A LESSMAN 1900 CRESTWOOD BOULEVARD SUITE 300 BIRMINGHAM, AL 35210	DIRECTOR 1 00	0	0	0

2

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

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

Total

number of other employees paid over \$50,000.

0

Part VIII

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

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

Total number of others receiving over \$50,000 for professional services.	0
--	---

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3	

[illegible]

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	7,451,044
b	Average of monthly cash balances.	1b	1,168,338
c	Fair market value of all other assets (see instructions).	1c	1,437,867
d	Total (add lines 1a, b, and c).	1d	10,057,249
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	10,057,249
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	150,859
5	Net value of noncharitable-use assets.Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,906,390
6	Minimum investment return.Enter 5% of line 5.	6	495,320

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	495,320
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	23,174
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	23,174
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	472,146
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	472,146
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amountas adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	472,146

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	254,982
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	254,982
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	0
6	Adjusted qualifying distributions.Subtract line 5 from line 4.	6	254,982

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				472,146
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.				205,132
d From 2013.				
e From 2014.				
f Total of lines 3a through e.	205,132			
4 Qualifying distributions for 2015 from Part XII, line 4				
a Applied to 2014, 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 2015 distributable amount.				254,982
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	205,132			205,132
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions.		0		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions.			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				12,032
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 2010 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9				
a Excess from 2011.				
b Excess from 2012.				
c Excess from 2013.				
d Excess from 2014.				
e Excess from 2015.				

Part XIV

b Check box to indicate whether the organization is a private operating foundation described in section 170(c)(2)(B)(i) or 170(c)(2)(B)(ii): ☐ 170(c)(2)(B)(i) or ☐ 170(c)(2)(B)(ii)

b 85% of line 2a

d Amounts included in line 2c not used directly for active conduct of exempt activities

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

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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

[illegible]

Part XV

Supplementary Information(continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	250,000
b <i>Approved for future payment</i>				
Total			3b	0

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	10,987		
4 Dividends and interest from securities. . . .			14	195,416		
5 Net rental income or (loss) from real estate						
a Debt-financed property.			16	-37,083		
b Not debt-financed property.						
6 Net rental income or (loss) from personal property						
7 Other investment income.						
8 Gain or (loss) from sales of assets other than inventory			18	1,151,980		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e). . .		0		1,321,300		0
13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)			13		1,321,300	1,321,300

[illegible]

l. 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?

(1) Cash.

(2) Other assets.

(1) Sales of assets to a noncharitable exempt organization.

(2) Purchases of assets from a noncharitable exempt organization.

(3) Rental of facilities, equipment, or other assets.

(4) Reimbursement arrangements.

(5) Loans or loan guarantees.

(6) Performance of services or membership or fundraising solicitations.

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

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.

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

[illegible]

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.

* * * * *

2016-08-12

* * * * *

Signature of officer or trustee

Date

Title

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

Print/Type preparer's name
JEFF W MAZE CPA MA

Preparer's Signature

Date
2016-08-12

Check If self-employed ☐

PTIN P00105015

Firm's name
SOVEREIGN CPA GROUP LLC

Firm's EIN ➡ 27-2170003

Firm's address ▶
POST OFFICE BOX 361490 BIRMINGHAM, AL
35236

Phone no (205) 402-4245

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
NU SKIN ENTERPRISES INC		2014-08-01	2015-03-18
SABRE CORP COM		2014-09-18	2015-03-19
VISA INC COM		2014-07-11	2015-02-20
LINDSAY CORP COM		2014-07-11	2015-02-26
MSCI INC COM		2014-09-18	2015-01-27
MSCI INC COM		2015-01-05	2015-01-27
MASTERCARD INC		2014-07-11	2015-02-17
ANTHEM INC COM		2014-07-11	2015-01-26
ANTHEM INC COM		2014-07-11	2015-03-17
APPLE INC COM		2014-07-11	2015-02-19

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)
100,627		108,503	-7,876
53,559		44,270	9,289
38,703		30,842	7,861
13,752		13,050	702
13,498		12,111	1,387
19,867		17,212	2,655
29,927		25,845	4,082
23,629		18,936	4,693
25,221		18,272	6,949
52,611		39,253	13,358

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	
			-7,876
			9,289
			7,861
			702
			1,387
			2,655
			4,082
			4,693
			6,949
			13,358

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
CISCO SYSTEMS INC		2014-07-11	2015-01-08
CURTIS WRIGHT CORP		2015-02-19	2015-03-24
DISNEY WALT CO DISNEY COM		2014-07-11	2015-01-26
DISCOVERY COMMUNICATIONS INC			2015-02-27
BRITISH POUND		2015-06-24	2015-06-29
TD AMERITRADE ST COVERED			2015-12-31
TD AMERITRADE LT COVERED			2015-12-31
TD AMERITRADE LT NOT REPORTED			2015-12-31
NB PRIVATE DEBT ASP FUND			2015-12-31
NB PRIVATE DEBT ASP FUND			2015-12-31

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)
47,549		43,804	3,745
27,552		24,853	2,699
24,793		22,746	2,047
69,240		83,924	-14,684
1,014		1,019	-5
270,059		230,140	39,919
1,156,737		863,797	292,940
2,178,816		1,424,406	754,410
1,149			1,149
21			21

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	
			3,745
			2,699
			2,047
			-14,684
			-5
			39,919
			292,940
			754,410
			1,149
			21

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr)	(d) Date sold (mo , day, yr)
Capital Gains Dividends	P		

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
32,111			32,111

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			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			32,111

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
FEDERATION OF SOUTHERN COOPERATIVES LAND ASSISTANCE FUND 2769 CHURCH STREET EAST POINT,GA 30344	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000
GRASSROOTS INTERNATIONAL 179 BOYLSTON STREET 4 JAMAICA PLAIN,MA 02130	NONE	PUBLIC CHARITY	GENERAL SUPPORT	12,500
GREATER BIRMINGHAM MINISTRIES 2304 12TH AVENUE NORTH BIRMINGHAM,AL 35234	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000
HIGHLANDER RESEARCH & EDUCATION CENTER 1959 HIGHLANDER WAY NEW MARKET,TN 37820	NONE	PUBLIC CHARITY	GENERAL SUPPORT	7,500
JANE PLACE NEIGHBORHOOD SUSTAINABILITY INITIATIVE PO BOX 53011 NEWORLEANS,LA 70153	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000
SOCIAL & ENVIRONMENTAL ENTREPRENEURS FOR PROJECT BREAKOUT 23532 CALABASAS ROAD SUITE A CALABASAS,CA 91302	NONE	PUBLIC CHARITY	GENERAL SUPPORT	7,500
SOUTHERNERS ON NEW GROUND 250 GEORGIA AVENUE ATLANTA,GA 30312	NONE	PUBLIC CHARITY	GENERAL SUPPORT	7,500
DOMESTIC VIOLENCE LEGAL EMPOWERMENT AND APPEALS PROJECT 2000 G STREET NW WASHINGTON,DC 20052	NONE	PUBLIC CHARITY	GENERAL SUPPORT	12,500
THE INNOCENCE PROJECT 40 WORTH STREET SUITE 701 NEWYORK,NY 10013	NONE	PUBLIC CHARITY	GENERAL SUPPORT	12,500
OASIS COUNSELING CENTER 1900 14TH AVENUE SOUTH BIRMINGHAM,AL 35205	NONE	PUBLIC CHARITY	GENERAL SUPPORT	7,500
INDIANAPOLIS MONUMENTAL MARATHON INC 202 E MARKET STREET INDIANAPOLIS,IN 46204	NONE	PUBLIC CHARITY	GENERAL SUPPORT	12,500
CRITICAL RESISTANCE 1904 FRANKLIN STREET 504 OAKLAND,CA 94612	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000
WILMER HALL CHILDRENS HOME 3811 OLD SHELL ROAD MOBILE,AL 36608	NONE	PUBLIC CHARITY	GENERAL SUPPORT	12,500
WARRIOR BONFIRE PROJECT 1423 CHAMBERS STREET VICKSBURG,MS 39180	NONE	PUBLIC CHARITY	GENERAL SUPPORT	12,500
UNITED METHODIST CHILDRENS HOME 898 ARKADELPHIA ROAD BIRMINGHAM,AL 35204	NONE	PUBLIC CHARITY	GENERAL SUPPORT	12,500
Total				250,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ST JUDES CHILDRENS RESEARCH HOSPITAL INC 262 DANNY THOMAS PLACE MEMPHIS,TN 38105	NONE	PUBLIC CHARITY	GENERAL SUPPORT	12,500
AMERICAN KENNEL CLUB CANINE HEALTH FOUNDATION PO BOX 900061 RALEIGH,NC 27675	NONE	PUBLIC CHARITY	GENERAL SUPPORT	6,250
CAMP SMILE A MILE PO BOX 550155 BIRMINGHAM,AL 35255	NONE	PUBLIC CHARITY	GENERAL SUPPORT	7,500
METRO WEST MINISTRIES 6101 DR MARTIN LUTHER KING JR DRIVE FAIRFIELD,AL 35064	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000
THE CARTER CENTER 453 FREEDOM PARKWAY ATLANTA,GA 30307	NONE	PUBLIC CHARITY	GENERAL SUPPORT	12,500
THE GOOD SAMARITAN CLINIC 520 COLLEGE STREET COLUMBUS,MS 39701	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000
TWO BY TWO RESCUE PO BOX 708 HELENA,AL 35080	NONE	PUBLIC CHARITY	GENERAL SUPPORT	6,250
YOUTH TOWERS 1916 LINDEN DRIVE BIRMINGHAM,AL 35214	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000
BIRMINGHAM MUSEUM OF ART 2000 REV ABRAHAM WOODS JR BLVD N BIRMINGHAM,AL 35203	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000
CREATIVE MONTESSORI SCHOOL 1650 28TH COURT SOUTH HOMEWOOD,AL 35209	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000
FRIENDS TO THE FORLORN PITBULL RESCUE INC PO BOX 2316 DALLAS,GA 30132	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000
LAKESHORE FOUNDATION 4000 RIDGEWAY DRIVE BIRMINGHAM,AL 35209	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000
MARION MEDICAL MISSION 1412 SHAWNEE DRIVE MARION,IL 62959	NONE	PUBLIC CHARITY	GENERAL SUPPORT	7,500
NEW YORK CARES INC 65 BROADWAY 19TH FLOOR NEW YORK,NY 10006	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000
INJURED MARINE SEMPER FI FUND PO BOX 555193 CAMP PENDLETON,CA 920555193	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000
Total				250,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YOUTHSERVE INC 2717 7TH AVENUE SOUTH SUITE 105 BIRMINGHAM,AL 35233	NONE	PUBLIC CHARITY	GENERAL SUPPORT	7,500
OASIS COUNSELING CENTER 1900 14TH AVENUE SOUTH BIRMINGHAM,AL 35205	NONE	PUBLIC CHARITY	GENERAL SUPPORT	7,500
Total  3a				250,000

TY 2015 Accounting Fees Schedule

Name: THE RATLIFF CHARITABLE FOUNDATION

EIN: 63-1198327

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	2,982	0		2,982

TY 2015 Investments Corporate Stock Schedule

Name: THE RATLIFF CHARITABLE FOUNDATION

EIN: 63-1198327

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INVESTMENTS HELD - TD AMERITRADE	3,863,357	3,681,606
INVESTMENTS HELD - VULCAN VALUE PARTNERS LLC	2,257,353	2,045,995

TY 2015 Investments - Other Schedule**Name:** THE RATLIFF CHARITABLE FOUNDATION**EIN:** 63-1198327

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
INVESTMENT IN GRAHAM COMMERCIAL PROPERTIES LLC	AT COST	477,550	477,550
INVESTMENT IN INDEPENDENCE PLAZA PARTNERS	AT COST	350,374	350,374
INVESTMENT IN PARC AT METROCENTER LLC	AT COST	247,334	247,334
INVESTMENT IN MAX EXCHANGE LLC	AT COST	250,005	250,005
INVESTMENTS HELD - WELLS FARGO	AT COST	1,624,871	1,798,643

TY 2015 Legal Fees Schedule

Name: THE RATLIFF CHARITABLE FOUNDATION

EIN: 63-1198327

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	2,000	0		2,000

TY 2015 Other Expenses Schedule**Name:** THE RATLIFF CHARITABLE FOUNDATION**EIN:** 63-1198327

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PORTFOLIO DEDUCTIONS GRAHAM COMMERCIAL PROPERTIES	330	330		0
PORTFOLIO DEDUCTIONS KKR SPECIAL SITUATIONS II ASP FUND	1,111	1,111		0
PORTFOLIO DEDUCTIONS NB PRIVATE DEBT ASP FUND	13,517	13,517		0
PORTFOLIO DEDUCTIONS SEER CAPITAL PARTNERS II ASP FUND	9,114	9,114		0
PORTFOLIO DEDUCTIONS TRICADIA CREDIT STRATEGIES II ASP FUND	5,163	5,163		0
RNET RENTAL LOSS	52,708	52,708		0

TY 2015 Other Professional Fees Schedule**Name:** THE RATLIFF CHARITABLE FOUNDATION**EIN:** 63-1198327

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
REGIONS INVESTMENT FEES	1,582	1,582		0
VULCAN INVESTMENT FEES	40,459	40,459		0
PREMIER GLOBAL SERVICES	35	35		0
CHL MANAGEMENT FEES	75,665	75,665		0
TD AMERITRADE	355	355		0
WELLS FARGO INVESTMENT FEES	18,632	18,632		0

TY 2015 Taxes Schedule**Name:** THE RATLIFF CHARITABLE FOUNDATION**EIN:** 63-1198327

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAXES	54,157	0		0
FOREIGN TAXES	1,588	1,588		0
PROPERTY TAXES GRAHAM COMMERCIAL PROPERTIES	62	62		0