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For calendar year 2015, or tax year beginning 05-01-2015, and ending 04-30-2016

Name of foundation ORION & EMMA B HURLBUT TR FBO MEMORIAL FD		A Employer identification number 62-6034546	
Number and street (or P O box number if mail is not delivered to street address) 701 MARKET STREET		B Telephone number (see instructions) (423) 757-4440	
City or town, state or province, country, and ZIP or foreign postal code CHATTANOOGA, TN 37402		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	
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) \$ 22,244,488		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (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	30,638	30,638		
	4 Dividends and interest from securities	428,798	428,798		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	1,681,239			
	b Gross sales price for all assets on line 6a _____ 8,052,526				
	7 Capital gain net income (from Part IV, line 2)		1,681,239		
	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)	606	606		
	12 Total.Add lines 1 through 11	2,141,281	2,141,281		
	13 Compensation of officers, directors, trustees, etc	30,498	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	16,700	0		16,700
	c Other professional fees (attach schedule)	155,058	0		155,058
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	31,077	0		31,077
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule).				
	24 Total operating and administrative expenses. Add lines 13 through 23	233,333	0		202,835
	25 Contributions, gifts, grants paid	1,350,000			1,350,000
	26 Total expenses and disbursements.Add lines 24 and 25	1,583,333	0		1,552,835
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	557,948			
	b Net investment income (if negative, enter -0-)		2,141,281		
	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	48,698	237,450	237,450
	2	Savings and temporary cash investments	490,000	745,000	748,125
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions).			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	7,658,271	7,700,896	10,512,201
	c	Investments—corporate bonds (attach schedule)	1,559,079	0	0
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	8,901,013	10,531,663	10,746,712
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	18,657,061	19,215,009	22,244,488
	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	18,657,061	19,215,009	
	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			
	30	Total net assets or fund balances (see instructions)	18,657,061	19,215,009	
	31	Total liabilities and net assets/fund balances (see instructions)	18,657,061	19,215,009	

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 18,657,061
2	Enter amount from Part I, line 27a	2 557,948
3	Other increases not included in line 2 (itemize) ▶ _____	3 0
4	Add lines 1, 2, and 3	4 19,215,009
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 19,215,009

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 D—Donation (b)	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 Losses (from col (h)) (l)
(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	1,681,239
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	1,426,479	23,489,723	0 060728
2013	1,439,196	21,964,082	0 065525
2012	721,179	19,873,603	0 036288
2011	1,167,244	19,345,332	0 060337
2010	1,100,359	19,354,715	0 056852

2 Total of line 1, column (d).	2	0 279730
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 055946
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	22,883,442
5 Multiply line 4 by line 3.	5	1,280,237
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	21,413
7 Add lines 5 and 6.	7	1,301,650
8 Enter qualifying distributions from Part XII, line 4.	8	1,552,835

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	21,413
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	21,413
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	21,413
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	50,192
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	50,192
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	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	28,779
11	Enter the amount of line 10 to be Credited to 2015 estimated tax ▶ 28,779 Refunded ▶	11	0

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?		Yes	No
1a				No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b		No
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ 0 (2) On foundation managers ▶ \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TN _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	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)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	Yes	
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 ▶ FIRST TENNESSEE TRUST DEPARTMENT Telephone no ▶ (423) 757-4446 Located at ▶ 701 MARKET STREET CHATTANOOGA TN ZIP+4 ▶ 37402			
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?	16	Yes	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.			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)? ☐ Yes ☒ No 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? ☐ Yes ☒ No	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). ☐ Yes ☒ No	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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015). ☐ Yes ☒ No	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		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
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
	<i>If "Yes" to 6b, file Form 8870</i>			
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
DR FRANK C KIMSEY 1511 CARROLL LN CHATTANOOGA, TN 37405	DIRECTOR 5 00	16,774	0	0
DR JOHN F BOXELL 100 E THIRD ST CHATTANOOGA, TN 37403	DIRECTOR 5 00	13,724	0	0
HAROLD G ROBERTSON 701 MARKET ST CHATTANOOGA, TN 37402	DIRECTOR 5 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	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000. ▶				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
FIRST TENNESSEE BANK	TRUSTEE	155,058
701 MARKET STREET		
CHATTANOOGA,TN 37402		
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 PAYMENTS FOR INDIGENT CARE CANCER PATIENTS ARE APPROXIMATELY 160 NEW PATIENTS AND 1,900 VISITS IN THE PAST FISCAL YEAR	1,350,000
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0

Part X Minimum Investment Return

(All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	22,466,936
b	Average of monthly cash balances.	1b	764,985
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	23,231,921
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	23,231,921
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	348,479
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	22,883,442
6	Minimum investment return. Enter 5% of line 5.	6	1,144,172

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	1,144,172
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	21,413
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	21,413
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,122,759
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,122,759
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,122,759

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	1,552,835
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	1,552,835
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	21,413
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,531,422

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				1,122,759
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.				
d From 2013.				
e From 2014.				251,295
f Total of lines 3a through e.	251,295			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 1,552,835				
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.				1,122,759
e Remaining amount distributed out of corpus	430,076			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	681,371			
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 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	681,371			
10 Analysis of line 9				
a Excess from 2011. . . .				
b Excess from 2012. . . .				
c Excess from 2013. . . .				
d Excess from 2014. . . .				251,295
e Excess from 2015. . . .				430,076

Part XIV

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b Check box to indicate whether the organization is a:

Tax year	Prior 3 years			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	

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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 e-mail address of the person to whom applications should be addressed

KATHY WOOD
975 EAST THIRD ST
CHATTANOOGA, TN 37403
(423) 778-7503

b The form in which applications should be submitted and information and materials they should include
PHYSICIANS DETAILED EXPENSE VOUCHERS

c Any submission deadlines
NONE

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

Part XV

Supplementary Information(continued)

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

Recipient		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)					
a <i>Paid during the year</i> See Additional Data Table					
Total				▶ 3a	1,350,000
b <i>Approved for future payment</i>					
Total				▶ 3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2015)

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?

[illegible]

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

***** _____ Signature of officer or trustee	2017-01-10 _____ Date	***** _____ Title
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May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name BARRY R HUGGINS	Preparer's Signature	Date	Check if self-employed ☒	PTIN P00627334
	Firm's name ☒ JOHNSON HICKEY & MURCHISON PC			Firm's EIN ☒	62-1046406
	Firm's address ☒ 2215 OLAN MILLS DRIVE CHATTANOOGA, TN 37421			Phone no ☒	(423) 756-0052

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)
0 5491GOOGLE INC CLASS C	P	2010-10-19	2015-05-19
150APPLE INC	P	2012-12-19	2015-06-22
35APPLE INC	P	2014-03-05	2015-06-22
130APPLE INC	P	2013-04-24	2015-06-22
200GENERAL DYNAMICS CORP	P	2011-05-26	2015-06-22
150GENERAL DYNAMICS CORP	P	2012-07-31	2015-06-22
85GENERAL DYNAMICS CORP	P	2013-04-24	2015-06-22
1200GENERAL DYNAMICS CORP	P	2010-09-15	2015-06-22
725DARDEN RESTAURANTS INC	P	2014-03-05	2015-06-22
25LOWES COS INC	P	2013-01-10	2015-06-22

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)
296		168	128
19,070		11,334	7,736
4,450		2,667	1,783
16,527		7,561	8,966
28,887		14,054	14,833
21,666		9,552	12,114
12,277		6,117	6,160
173,325		73,159	100,166
50,018		34,944	15,074
1,756		887	869

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	
			128
			7,736
			1,783
			8,966
			14,833
			12,114
			6,160
			100,166
			15,074
			869

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)
285LOWES COS INC	P	2014-03-05	2015-06-22
120LOWES COS INC	P	2012-07-31	2015-06-22
685NVIDIA CORP	P	2012-01-11	2015-06-22
180TARGET CORP	P	2014-03-05	2015-06-22
1475NABORS INDUSTRIES LTD	P	2012-06-01	2015-06-22
2100NABORS INDUSTRIES LTD	P	2012-06-08	2015-06-22
150NABORS INDUSTRIES LTD	P	2012-07-31	2015-06-22
400NABORS INDUSTRIES LTD	P	2012-12-19	2015-06-22
3900NABORS INDUSTRIES LTD	P	2012-01-11	2015-06-22
580FISERV INC	P	2010-10-19	2015-06-22

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
20,024		14,412	5,612
8,431		3,064	5,367
15,009		9,549	5,460
15,086		10,917	4,169
20,684		19,293	1,391
29,448		28,182	1,266
2,103		2,091	12
5,609		5,872	-263
54,689		73,289	-18,600
49,747		16,058	33,689

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	
			5,612
			5,367
			5,460
			4,169
			1,391
			1,266
			12
			-263
			-18,600
			33,689

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)
50BIOGEN INC	P	2014-12-24	2015-06-22
340WALGREENS BOOTS ALLIANCE INC	P	2014-12-24	2015-06-22
1025PAYPAL HOLDINGS INC	P	2014-07-23	2015-07-21
4095PAYPAL HOLDINGS INC	P	2014-03-05	2015-07-21
500000FNMA	P	2011-07-08	2015-08-04
1745 81COHEN & STEERS INSTL RLTY SH	P	2013-01-14	2015-08-12
11331 011COHEN & STEERS INSTL RLTY SH	P	2012-06-11	2015-08-12
1924 928BROWN CAP MGMT MID CAP-INST	P	2013-01-14	2015-08-12
15497 286BROWN CAP MGMT MID CAP-INST	P	2012-06-11	2015-08-12
500000FNMA	P	2010-08-03	2015-08-18

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
20,823		17,084	3,739
29,852		26,245	3,607
41,663		31,945	9,718
166,449		144,139	22,310
500,000		513,490	-13,490
81,686		75,000	6,686
530,178		477,262	52,916
50,356		40,000	10,356
405,409		283,445	121,964
500,000		500,000	0

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	
			3,739
			3,607
			9,718
			22,310
			-13,490
			6,686
			52,916
			10,356
			121,964
			0

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)
200000MICROSOFT CORP	P	2010-10-26	2015-09-25
350APPLE INC	P	2013-04-24	2015-09-25
650CISCO SYSTEMS INC	P	2014-03-05	2015-09-25
30CVS HEALTH CORP	P	2011-04-05	2015-09-25
645CVS HEALTH CORP	P	2010-09-15	2015-09-25
675CELGENE CORP	P	2013-01-10	2015-09-25
875CONSTELLATION BRANDS INC	P	2012-06-08	2015-09-25
210DANAHER CORP	P	2014-03-05	2015-09-25
165DANAHER CORP	P	2010-10-19	2015-09-25
50GILEAD SCIENCES INC	P	2011-05-12	2015-09-25

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)
200,000		200,799	-799
40,680		20,357	20,323
16,920		14,318	2,602
2,987		1,047	1,940
64,211		18,917	45,294
76,705		32,204	44,501
113,275		16,826	96,449
18,058		16,073	1,985
14,189		6,856	7,333
5,180		1,028	4,152

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	
			-799
			20,323
			2,602
			1,940
			45,294
			44,501
			96,449
			1,985
			7,333
			4,152

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)
325GILEAD SCIENCES INC	P	2010-09-15	2015-09-25
760DARDEN RESTAURANTS INC	P	2014-03-05	2015-09-25
215DARDEN RESTAURANTS INC	P	2012-12-19	2015-09-25
250FREEPORT-MCMORAN INC	P	2012-01-12	2015-09-25
150FREEPORT-MCMORAN INC	P	2012-02-29	2015-09-25
725FREEPORT-MCMORAN INC	P	2012-06-08	2015-09-25
150FREEPORT-MCMORAN INC	P	2012-07-31	2015-09-25
650FREEPORT-MCMORAN INC	P	2012-12-19	2015-09-25
50FREEPORT-MCMORAN INC	P	2010-09-27	2015-09-25
700FREEPORT-MCMORAN INC	P	2013-04-24	2015-09-25

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)
33,667		5,648	28,019
54,347		36,631	17,716
15,375		10,116	5,259
2,468		10,577	-8,109
1,481		6,592	-5,111
7,157		24,612	-17,455
1,481		5,077	-3,596
6,416		22,165	-15,749
494		2,254	-1,760
6,910		20,860	-13,950

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	
			28,019
			17,716
			5,259
			-8,109
			-5,111
			-17,455
			-3,596
			-15,749
			-1,760
			-13,950

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)
200FREEPORT-MCMORAN INC	P	2010-09-21	2015-09-25
585FREEPORT-MCMORAN INC	P	2014-03-05	2015-09-25
1500FREEPORT-MCMORAN INC	P	2010-04-16	2015-09-25
90DTE ENERGY CO	P	2014-03-05	2015-09-25
235DTE ENERGY CO	P	2013-01-10	2015-09-25
630LOWES COS INC	P	2012-07-31	2015-09-25
120LOWES COS INC	P	2010-09-15	2015-09-25
100PUBLIC SERVICE ENTERPRISE GROUP INC	P	2014-03-05	2015-09-25
75PUBLIC SERVICE ENTERPRISE GROUP INC	P	2014-07-23	2015-09-25
650PUBLIC SERVICE ENTERPRISE GROUP INC	P	2012-01-12	2015-09-25

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)
1,974		8,927	-6,953
5,775		19,849	-14,074
14,807		61,042	-46,235
7,096		6,378	718
18,528		14,422	4,106
43,413		16,084	27,329
8,269		2,577	5,692
4,030		3,573	457
3,023		2,783	240
26,196		20,286	5,910

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	
			-6,953
			-14,074
			-46,235
			718
			4,106
			27,329
			5,692
			457
			240
			5,910

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)
50MCKESSON CORP	P	2013-04-24	2015-09-25
1375NVIDIA CORP	P	2014-07-23	2015-09-25
1950NVIDIA CORP	P	2012-01-11	2015-09-25
575TYSON FOODS INC CLASS A	P	2014-03-05	2015-09-25
50THERMO FISHER SCIENTIFIC INC	P	2014-07-23	2015-09-25
300STERICYCLE INC	P	2014-03-05	2015-09-25
550TARGET CORP	P	2014-03-05	2015-09-25
555FISERV INC	P	2010-10-19	2015-09-25
220FISERV INC	P	2010-09-15	2015-09-25
100CF INDUSTRIES HOLDINGS INC	P	2014-07-23	2015-09-25

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)
9,886		5,349	4,537
32,833		24,632	8,201
46,563		26,913	19,650
24,899		23,207	1,692
6,246		6,167	79
41,983		34,557	7,426
43,708		33,357	10,351
48,889		15,366	33,523
19,379		5,907	13,472
4,635		5,059	-424

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			4,537
			8,201
			19,650
			1,692
			79
			7,426
			10,351
			33,523
			13,472
			-424

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)
125TRAVELERS COMPANIES INC	P	2014-03-05	2015-09-25
125STANLEY BLACK & DECKER INC	P	2015-06-22	2015-09-25
150ROPER TECHNOLOGIES INC	P	2014-03-05	2015-09-25
75 5491GOOGLE INC CLASS C	P	2011-05-26	2015-09-25
49 4509GOOGLE INC CLASS C	P	2010-10-19	2015-09-25
25GOOGLE INC CLASS C	P	2012-06-08	2015-09-25
50GOOGLE INC CLASS C	P	2011-05-12	2015-09-25
125PERRIGO CO PLC	P	2015-06-22	2015-09-25
875WALGREENS BOOTS ALLIANCE INC	P	2014-12-24	2015-09-25
50ALLERGAN PLC	P	2014-07-23	2015-09-25

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)
12,509		10,506	2,003
12,322		13,396	-1,074
23,202		20,589	2,613
47,204		19,446	27,758
30,898		15,142	15,756
15,620		7,268	8,352
31,241		13,430	17,811
21,216		23,144	-1,928
75,883		67,543	8,340
14,442		10,961	3,481

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	
			2,003
			-1,074
			2,613
			27,758
			15,756
			8,352
			17,811
			-1,928
			8,340
			3,481

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)
250ALLERGAN PLC	P	2013-10-01	2015-09-25
150000GEN ELEC CAP CRP	P	2011-03-24	2015-11-09
301 6667FOUR CORNERS PROPERTY TRUST INC REIT	P	2010-04-16	2015-11-17
666 6667FOUR CORNERS PROPERTY TRUST INC REIT	P	2010-10-19	2015-11-17
78 3333FOUR CORNERS PROPERTY TRUST INC REIT	P	2012-12-19	2015-11-17
83 3333FOUR CORNERS PROPERTY TRUST INC REIT	P	2013-01-10	2015-11-17
7580HEWLETT PACKARD ENTERPRISE COMPANY	P	2014-03-05	2015-11-17
2100HEWLETT PACKARD ENTERPRISE COMPANY	P	2015-09-25	2015-11-17
24304 919AMG SOUTHERNSUN SMALL CP-I	P	2012-06-11	2015-12-07
3196 931AMG SOUTHERNSUN SMALL CP-I	P	2013-01-14	2015-12-07

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)
72,211		36,003	36,208
150,000		150,000	0
6,014		4,595	1,419
13,290		9,655	3,635
1,562		1,200	362
1,661		1,231	430
99,940		119,267	-19,327
27,688		27,852	-164
530,333		477,349	52,984
69,757		75,000	-5,243

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	
			36,208
			0
			1,419
			3,635
			362
			430
			-19,327
			-164
			52,984
			-5,243

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)
200000BERKSHIRE HATHAWAY	P	2011-01-21	2015-12-15
245000GOLDMAN SACHS BK CD	P	2012-02-29	2016-03-07
760HARMAN INTERNATIONAL INDS	P	2012-01-11	2016-03-15
675HARMAN INTERNATIONAL INDS	P	2012-06-08	2016-03-15
100HARMAN INTERNATIONAL INDS	P	2012-07-31	2016-03-15
425HARMAN INTERNATIONAL INDS	P	2013-04-24	2016-03-15
550HARMAN INTERNATIONAL INDS	P	2015-09-25	2016-03-15
2275OCCIDENTAL PETE CORP	P	2014-03-05	2016-03-15
25OCCIDENTAL PETE CORP	P	2014-07-23	2016-03-15
71OCCIDENTAL PETE CORP	P	2014-12-22	2016-03-15

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)
200,000		199,840	160
245,000		245,000	0
62,130		31,265	30,865
55,181		27,179	28,002
8,175		4,064	4,111
34,744		18,325	16,419
44,962		53,197	-8,235
153,455		212,827	-59,372
1,686		2,453	-767
4,789		5,745	-956

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	
			160
			0
			30,865
			28,002
			4,111
			16,419
			-8,235
			-59,372
			-767
			-956

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)
354OCCIDENTAL PETE CORP	P	2015-06-22	2016-03-15
500OCCIDENTAL PETE CORP	P	2015-09-25	2016-03-15
1000STERICYCLE INC	P	2010-04-16	2016-03-15
270STERICYCLE INC	P	2010-10-19	2016-03-15
65STERICYCLE INC	P	2014-03-05	2016-03-15
1745CONSTELLATION BRANDS INC	P	2012-06-08	2016-03-15
563 317AMERICAN BEACON S/C VA OP-Y	P	2016-02-10	2016-03-28
367 431DFA REAL ESTATE SECS PORT	P	2015-08-12	2016-03-28
301 714HARTFORD SMALLCAP GROWTH-I	P	2014-07-28	2016-03-28
347 415MFS INTL VALUE-I	P	2013-08-26	2016-03-28

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)
23,878		27,877	-3,999
33,726		32,709	1,017
118,055		55,769	62,286
31,875		19,524	12,351
7,674		7,487	187
249,542		33,556	215,986
12,523		11,064	1,459
12,618		11,923	695
12,527		14,579	-2,052
12,587		11,482	1,105

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	
			-3,999
			1,017
			62,286
			12,351
			187
			215,986
			1,459
			695
			-2,052
			1,105

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)
549 209VOYA MIDCAP OPPORTUNITIES-I	P	2013-01-14	2016-03-28
355 114OPPENHEIMER INTL GROWTH FD-Y	P	2013-08-26	2016-03-28
400VICTORY SYCAMORE ESTABLISHED VALU I	P	2013-01-14	2016-03-28
296 701VANGUARD M/C GROW INDEX-ADM	P	2015-08-12	2016-03-28
0 9181CALIFORNIA RESOURCES CORP	P	2014-07-23	2016-03-29
575ARCHER DANIELS MIDLAND CO	P	2016-03-15	2016-04-20
180ALLSTATE CORP	P	2011-04-05	2016-04-20
520ALLSTATE CORP	P	2014-03-05	2016-04-20
110CAPITAL ONE FINL CORP	P	2013-04-24	2016-04-20
140CAPITAL ONE FINL CORP	P	2014-03-05	2016-04-20

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)
12,549		12,154	395
12,560		12,447	113
12,528		11,412	1,116
12,533		13,657	-1,124
1			1
22,305		21,038	1,267
12,044		5,710	6,334
34,793		28,636	6,157
8,250		6,281	1,969
10,500		10,427	73

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	
			395
			113
			1,116
			-1,124
			1
			1,267
			6,334
			6,157
			1,969
			73

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)
480CONOCOPHILLIPS	P	2010-10-19	2016-04-20
100CONOCOPHILLIPS	P	2012-06-01	2016-04-20
235CONOCOPHILLIPS	P	2012-06-08	2016-04-20
135CONOCOPHILLIPS	P	2014-03-05	2016-04-20
212 9809CALIFORNIA RESOURCES CORP	P	2014-03-05	2016-04-20
1 4224CALIFORNIA RESOURCES CORP	P	2014-07-23	2016-04-20
6 6469CALIFORNIA RESOURCES CORP	P	2014-12-22	2016-04-20
33 1408CALIFORNIA RESOURCES CORP	P	2015-06-22	2016-04-20
46 809CALIFORNIA RESOURCES CORP	P	2015-09-25	2016-04-20
925CISCO SYSTEMS INC	P	2014-03-05	2016-04-20

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)
22,771		22,118	653
4,744		5,109	-365
11,149		12,699	-1,550
6,404		8,969	-2,565
396		87	309
3		1	2
12		2	10
62		11	51
87		13	74
26,428		20,376	6,052

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	
			653
			-365
			-1,550
			-2,565
			309
			2
			10
			51
			74
			6,052

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)
325DEERE & CO	P	2013-01-10	2016-04-20
300DANAHER CORP	P	2010-10-19	2016-04-20
125DARDEN RESTAURANTS INC	P	2012-12-19	2016-04-20
175DTE ENERGY CO	P	2013-01-10	2016-04-20
300ECOLAB INC	P	2015-09-25	2016-04-20
80EMC CORP/MASS	P	2013-07-02	2016-04-20
770EMC CORP/MASS	P	2014-03-05	2016-04-20
300FISERV INC	P	2010-09-15	2016-04-20
25GILEAD SCIENCES INC	P	2010-09-15	2016-04-20
50ALPHABET INC CL A	P	2010-10-19	2016-04-20

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)
27,466		29,214	-1,748
28,482		12,465	16,017
7,940		5,243	2,697
15,438		10,740	4,698
34,656		33,406	1,250
2,104		1,900	204
20,252		20,782	-530
29,972		8,055	21,917
2,506		434	2,072
38,798		15,270	23,528

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	
			-1,748
			16,017
			2,697
			4,698
			1,250
			204
			-530
			21,917
			2,072
			23,528

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)
800INTEL CORP	P	2014-03-05	2016-04-20
425JP MORGAN CHASE & CO	P	2014-03-05	2016-04-20
475LOWES COS INC	P	2010-09-15	2016-04-20
105METLIFE INC	P	2011-05-26	2016-04-20
55METLIFE INC	P	2014-03-05	2016-04-20
1700MURPHY OIL CORP	P	2010-04-16	2016-04-20
165MURPHY OIL CORP	P	2010-10-19	2016-04-20
475MURPHY OIL CORP	P	2012-03-20	2016-04-20
251MURPHY OIL CORP	P	2012-06-08	2016-04-20
75MURPHY OIL CORP	P	2013-04-24	2016-04-20

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)
25,591		19,612	5,979
27,166		24,743	2,423
36,323		10,201	26,122
4,847		4,567	280
2,539		2,863	-324
53,282		87,595	-34,313
5,171		9,111	-3,940
14,888		24,029	-9,141
7,867		9,903	-2,036
2,351		4,343	-1,992

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	
			5,979
			2,423
			26,122
			280
			-324
			-34,313
			-3,940
			-9,141
			-2,036
			-1,992

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)
534MURPHY OIL CORP	P	2014-03-04	2016-04-20
3600NVIDIA CORP	P	2012-01-11	2016-04-20
30PUBLIC SERVICE ENTERPRISE GROUP INC	P	2012-01-12	2016-04-20
420PUBLIC SERVICE ENTERPRISE GROUP INC	P	2012-12-19	2016-04-20
125ROPER TECHNOLOGIES INC	P	2011-03-07	2016-04-20
75ROPER TECHNOLOGIES INC	P	2014-03-05	2016-04-20
990SCRIPPS NETWORKS	P	2011-05-03	2016-04-20
185SCRIPPS NETWORKS	P	2014-03-05	2016-04-20
250STANLEY BLACK & DECKER INC	P	2015-06-22	2016-04-20
250TARGET CORP	P	2014-03-05	2016-04-20

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)
16,737		31,745	-15,008
131,438		49,281	82,157
1,401		936	465
19,614		12,990	6,624
22,323		10,566	11,757
13,394		10,294	3,100
62,937		50,867	12,070
11,761		15,105	-3,344
27,140		26,792	348
20,795		15,162	5,633

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	
			-15,008
			82,157
			465
			6,624
			11,757
			3,100
			12,070
			-3,344
			348
			5,633

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)
300THERMO FISHER SCIENTIFIC INC	P	2012-01-12	2016-04-20
25THERMO FISHER SCIENTIFIC INC	P	2014-07-23	2016-04-20
450TRAVELERS COMPANIES INC	P	2014-03-05	2016-04-20
1525TYSON FOODS INC CLASS A	P	2014-03-05	2016-04-20
850UNUMPROVIDENT CORP	P	2010-10-19	2016-04-20
50UNION PAC CORP	P	2014-03-05	2016-04-20
750VALERO ENERGY CORP	P	2016-03-15	2016-04-20
595VERIZON COMMUNICATIONS	P	2012-12-19	2016-04-20
55VERIZON COMMUNICATIONS	P	2014-03-05	2016-04-20
100WAL MART STORES INC	P	2014-03-05	2016-04-20

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)
43,835		14,961	28,874
3,653		3,084	569
52,051		37,822	14,229
97,707		61,549	36,158
28,493		19,311	9,182
4,209		4,611	-402
45,158		47,865	-2,707
30,821		26,049	4,772
2,849		2,619	230
6,944		7,480	-536

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	
			28,874
			569
			14,229
			36,158
			9,182
			-402
			-2,707
			4,772
			230
			-536

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	Date acquired (c) (mo , day, yr)	(d) Date sold (mo , day, yr)
40METLIFE INC	P	2010-09-15	2016-04-20
75MURPHY OIL CORP	P	2013-04-24	2016-04-20
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)
1,846		1,618	228
2,351		4,343	-1,992
255,540			255,540

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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			228
			-1,992
			255,540

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>				
AUSTIN HATCHER FOUNDATION FOR PEDIATRIC CANCER 6739 RINGGOLD RD SUITE G CHATTANOOGA, TN 37415			DONATION	50,000
BREAST CANCER SUPPORT SERVICES 1400 MCCALLIE AVE CHATTANOOGA, TN 37404			DONATION	75,000
CHATTANOOGA TUMOR CLINIC 975 EAST THIRD STREET CHATTANOOGA, TN 37403			CANCER TREATMENTS	585,000
COMMUNITY FOUNDATION OF GREATER CHATTANOOGA 1270 MARKET STREET CHATTANOOGA, TN 37402			DONATION	40,000
ERLANGER RADIATION ONCOLOGY DEPARTMENT 975 EAST THIRD STREET CHATTANOOGA, TN 37403			DONATION	200,000
HOSPICE OF CHATTANOOGA 4411 OAKWOOD DRIVE CHATTANOOGA, TN 37416			DONATION	200,000
MEMORIAL HEALTH CARE SYSTEM FOUNDATION 2525 DE SALES AVENUE CHATTANOOGA, TN 37404			DONATION	75,000
ST JUDE CHILDREN'S RESEARCH HOSPITAL 501 ST JUDE PLACE MEMPHIS, TN 38105			DONATION	25,000
ASPIRE HEALTH PALLATIVE CARE SERVICES 4411 OAKWOOD DRIVE CHATTANOOGA, TN 37416			DONATION	100,000
Total ▶ 3a				1,350,000

TY 2015 Accounting Fees Schedule

Name: ORION & EMMA B HURLBUT TR
FBO MEMORIAL FD

EIN: 62-6034546

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	16,700	0		16,700

TY 2015 General Explanation Attachment

Name: ORION & EMMA B HURLBUT TR
FBO MEMORIAL FD

EIN: 62-6034546

Identifier	Return Reference	Explanation
	FORM 990-PF PART VII-A LINE 12	ALL DISTRIBUTIONS FROM FUNDS CONTRIBUTED TO THE COMMUNITY FOUNDATION OF GREATER CHATTANOOGA ARE MADE IN ACCORDANCE WITH THE TAX EXEMPT PURPOSE OF THE ORION L AND EMMA B HURLBUT FUND FOR THE PURPOSE OF COMBATING AND TREATING CANCER AND OTHER NEOPLASTIC DISEASES EXPENSES INCLUDE PAYMENTS TO DIRECTLY AND INDIRECTLY BENEFIT INDIGENT CANCER PATIENTS THE BOARD DIRECTS THE PAYMENTS MADE BY THE FOUNDATION THE DISTRIBUTION TO THE COMMUNITY FOUNDATION OF GREATER CHATTANOOGA IS A DONOR ADVISED FUND

TY 2015 Investments Corporate Bonds Schedule

Name: ORION & EMMA B HURLBUT TR
FBO MEMORIAL FD

EIN: 62-6034546

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BONDS	0	0

TY 2015 Investments Corporate Stock Schedule

Name: ORION & EMMA B HURLBUT TR
FBO MEMORIAL FD

EIN: 62-6034546

Name of Stock	End of Year Book Value	End of Year Fair Market Value
OTHER CORPORATE STOCK	7,700,896	10,512,201

TY 2015 Investments - Other Schedule

Name: ORION & EMMA B HURLBUT TR
FBO MEMORIAL FD

EIN: 62-6034546

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MUTUAL FUNDS	AT COST	10,531,663	10,746,712

TY 2015 Other Income Schedule

Name: ORION & EMMA B HURLBUT TR
FBO MEMORIAL FD

EIN: 62-6034546

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ROYALTIES	606	606	606

TY 2015 Other Professional Fees Schedule

Name: ORION & EMMA B HURLBUT TR
FBO MEMORIAL FD

EIN: 62-6034546

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TRUSTEE FEES	155,058	0		155,058

TY 2015 Taxes Schedule

Name: ORION & EMMA B HURLBUT TR
FBO MEMORIAL FD

EIN: 62-6034546

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAXES	31,000	0		31,000
PROPERTY TAX	77	0		77