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EXTENDED TO FEBRUARY 15, 2017

Return of Private Foundation

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

OMB No. 1545-0052

2015

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue ServiceDo not enter social security numbers on this form as it may be made public
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2015 or tax year beginning

JUL 1, 2015

, and ending

JUN 30, 2016

Name of foundation

THE CARTINHOOR-WOODS FOUNDATION, INC

A Employer identification number

62-1504440

Number and street (or P.O. box number if mail is not delivered to street address)

605 CHESTNUT STREET

Room/suite

1700

B Telephone number

931-924-5519

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

CHATTANOOGA, TN 37450

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 changeD 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 foundationE 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)

\$ 4,986,161.

J Accounting method: ☐ Cash ☐ Accrual☒ Other (specify) MODIFIED CASH

(Part I, column (d) must be on cash basis)

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

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received

2 Check ☒ if the foundation is not required to attach Sch. B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a 458,751.

7 Capital gain net income (from Part IV, line 2)

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit or (loss)

11 Other income

12 Total Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees STMT 2

b Accounting fees

c Other professional fees STMT 3

17 Interest

18 Taxes STMT 4

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses STMT 5

24 Total operating and administrative

expenses Add lines 13 through 23

25 Contributions, gifts, grants paid

26 Total expenses and disbursements.

Add lines 24 and 25

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

b Net investment income (if negative enter -0-)

c Adjusted net income (if negative, enter -0-)

N/A

89,786.

86,378.

STATEMENT 1

69,109.

69,109.

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FEB 13 2017

OGDEN, UT

158,895.

155,487.

25,125.

0.

25,125.

9,330.

0.

9,330.

12,526.

12,526.

0.

19,436.

82.

14,434.

3,514.

1,092.

2,422.

69,931.

13,700.

51,311.

200,000.

200,000.

269,931.

13,700.

251,311.

-111,036.

141,787.

N/A

523501
11-24-15

LHA For Paperwork Reduction Act Notice, see instructions

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	2,020.	10,105.	10,105.	
	2 Savings and temporary cash investments	54,453.	84,404.	84,404.	
	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				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U S and state government obligations STMT 7	99,913.	64,913.	68,781.	
	b Investments - corporate stock STMT 8	868,369.	770,879.	1,144,087.	
	c Investments - corporate bonds STMT 9	116,747.	114,563.	116,403.	
	Liabilities	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other STMT 10		3,495,350.	3,488,831.	3,562,381.	
14 Land, buildings, and equipment basis ▶					
Less accumulated depreciation ▶					
15 Other assets (describe ▶ STATEMENT 11)		7,879.	0.	0.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		4,644,731.	4,533,695.	4,986,161.	
17 Accounts payable and accrued expenses					
18 Grants payable					
Net Assets or Fund Balances	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted	4,644,731.	4,533,695.		
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> 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	4,644,731.	4,533,695.			
31 Total liabilities and net assets/fund balances	4,644,731.	4,533,695.			

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	4,644,731.
2 Enter amount from Part I, line 27a	2	-111,036.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	4,533,695.
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	4,533,695.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 458,751.		389,642.	69,109.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			69,109.

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	69,109.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }	3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	249,803.	5,380,053.	.046431
2013	257,053.	5,254,304.	.048922
2012	251,321.	4,963,089.	.050638
2011	250,456.	5,035,728.	.049736
2010	251,352.	5,413,518.	.046430

2 Total of line 1, column (d)	2	.242157
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	.048431
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	4,999,152.
5 Multiply line 4 by line 3	5	242,114.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,418.
7 Add lines 5 and 6	7	243,532.
8 Enter qualifying distributions from Part XII, line 4	8	251,311.

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 instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,418.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			0.
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	1,418.
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	1,418.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	3,960.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	3,960.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	2,542.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <input checked="" type="checkbox"/> 2,542. Refunded <input checked="" type="checkbox"/> 0.	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> 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? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14 The books are in care of ► CHAMBLISS, BAHNER & STOPHEL, P.C. Telephone no. ► 423-756-3000 Located at ► 605 CHESTNUT STREET, SUITE 1700, CHATTANOOGA, TN ZIP+4 ► 37450		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
16 At any time during calendar year 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 the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If "Yes," list the years ► 2014	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
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	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	X

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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)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

If "Yes" to 6b, file Form 8870

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		25,123.	0.	0.

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

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

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1	N/A	
2		
3		
4		

Part IX-B Summary of Program-Related Investments

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

Amount

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

Total. Add lines 1 through 3

0.

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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	5,038,229.
b	Average of monthly cash balances	1b	37,052.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	5,075,281.
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	5,075,281.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	76,129.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,999,152.
6	Minimum investment return. Enter 5% of line 5	6	249,958.

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	249,958.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	1,418.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,418.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	248,540.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	248,540.
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	248,540.

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	251,311.
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	251,311.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1,418.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	249,893.

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				248,540.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			261,603.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 251,311.				
a Applied to 2014, but not more than line 2a			251,311.	
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				0.
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).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			10,292.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				248,540.
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	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				

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(i)(3) or	4942(i)(5)
---------------	------------

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII,
line 4 for each year listed

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

e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c:

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV **Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**

1 Information Regarding Foundation Managers:

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

NONE

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.

NONE

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*

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
COMMUNITY FOUNDATION OF GREATER CHATTANOOGA, INC. 1270 MARKET ST CHATTANOOGA, TN 37402	NONE	501(C)(3)	SOUTH CUMBERLAND COMMUNITY FUND	24,000.
GOOD SAMARITAN MINISTRIES 1725 DECHERD AVENUE DECHERD, TN 37324	NONE	501(C)(3)	OPERATING FUNDS	30,500.
INSTITUTE FOR APPLIED MEDITATION, INC. P.O. BOX 86149 TUSCON, AZ 85754	NONE	501(C)(3)	OPERATING FUNDS	3,000.
LAND TRUST FOR TENNESSEE 209 10TH AVENUE SOUTH SUITE 530 NASHVILLE, TN 37203	NONE	501(C)(3)	OPERATING FUNDS	500.
MOUNTAIN GOAT TRAIL P. O. BOX 968 MONTEAGLE, TN 37356	NONE	501(C)(3)	OPERATING FUNDS	5,000.
Total	SEE CONTINUATION SHEET(S)			200,000.
b Approved for future payment				
ST. MARY'S SEWANEE P.O. BOX 188 SEWANEE, TN 37375	NONE	CHURCH	ANNUAL FUND	10,000.
THE UNIVERSITY SCHOOL OF NASHVILLE 200 EDGEHILL ROAD NASHVILLE, TN 37203	NONE	SCHOOL	ANNUAL GIVING	60,000.
UNIVERSITY OF THE SOUTH SCHOOL OF THEOLOGY 335 TENNESSEE AVENUE SEWANEE, TN 37383	NONE	SCHOOL	OPERATING FUNDS	15,000.
Total				85,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		Related or exempt function income
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						
4 Dividends and interest from securities			14	89,786.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income			14			
8 Gain or (loss) from sales of assets other than inventory			18	69,109.		
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.		158,895.		0.
13 Total. Add line 12, columns (b), (d), and (e)				13		158,895.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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

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

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


[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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


Signature of officer or trustee

Date 2/7/17

PRESIDENT
Title

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

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed

PTIN

AMY G. THOMAS

Amphiprion

4/3/17

P01525903

Firm's name ► CHAMBLISS, BAHNER & STOPHEL, P.C.

Firm's EIN ► 62-1674553

Firm's address ► 605 CHESTNUT STREET, SUITE 1700
CHATTANOOGA, TN 37450-0019

Phone no (423) 756-3000

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES - LT - STATEMENT ATTAC	P		
b	GCP SPV-LTD	P	12/01/09	09/01/15
c	GCP SPV LTD	P	12/01/09	04/01/16
d	AMA INTERNATIONAL EQUITY FUND QP LP	P	03/01/05	12/01/15
e	AMA INTERNATIONAL EQUITY FUND QP LP	P	03/01/05	12/31/16
f	THE 1794 EVENT DRIVEN OVERSEAS FUND, LTD.	P	08/01/07	12/28/15
g	PARTNERSHIP FLOWTHROUGH	P		
h	CAPITAL GAINS DIVIDENDS			
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 302,322.		369,736.	-67,414.
b 1,889.		2,749.	-860.
c 284.			284.
d 185.			185.
e 9,283.			9,283.
f 1,934.		7,879.	-5,945.
g		9,278.	-9,278.
h 142,854.			142,854.
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-67,414.
b			-860.
c			284.
d			185.
e			9,283.
f			-5,945.
g			-9,278.
h			142,854.
i			
j			
k			
l			
m			
n			
o			

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	69,109.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

THE CARTINHOUR-WOODS FOUNDATION, INC.
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME, PART IV
PUBLICLY TRADED SECURITIES
FISCAL YEAR ENDED JUNE 30, 2016

<i>Security</i>	<i>Shares or Face Value</i>	<i>Date Acquired</i>	<i>Date Sold</i>	<i>Gross Sales Price</i>	<i>Cost or Other Basis</i>	<i>Gain or (Loss)</i>
<i>Long-Term Capital Gains or (Losses)</i>						
FHLM GOLD G14044	218 38	VARIOUS	7/15/2015	218 38	225 07	(6 69)
FHLM GOLD G14044	199 38	VARIOUS	8/17/2015	199 38	205 49	(6 11)
NEW JERSEY ST ECON D	20,000 00	VARIOUS	9/1/2015	20,000 00	20,000 00	-
NEW JERSEY ST ECON D	5,000 00	VARIOUS	9/1/2015	5,000 00	5,000 00	-
FHLM GOLD G14044	225 28	VARIOUS	9/15/2015	225 28	232 18	(6 90)
FHLM GOLD G14044	180 04	VARIOUS	10/15/2015	180 04	185 55	(5 51)
DOVER CORP	180 00	VARIOUS	10/21/2015	10,434 46	9,405 34	1,029 12
LAS VEGAS SANDS CORP	230 00	VARIOUS	10/21/2015	11,389 41	12,039 55	(650 14)
JOHNSON CONTROLS INC	290 00	VARIOUS	10/21/2015	12,655 40	9,260 54	3,394 86
MARATHON OIL CORP	450 00	VARIOUS	10/21/2015	8,522 89	14,930 83	(6,407 94)
QUALCOMM INC	350 00	VARIOUS	10/21/2015	20,747 66	22,653 50	(1,905 84)
FHLM GOLD G14044	176 24	VARIOUS	11/16/2015	176 24	181 64	(5 40)
FHLM GOLD G14044	138 11	VARIOUS	12/15/2015	138 11	142 34	(4 23)
FHLM GOLD G14044	152 56	VARIOUS	1/15/2016	152 56	157 23	(4 67)
DREYFUS EMG MKT DEBT LOC C-Y	3,012 37	VARIOUS	2/9/2016	31,328 65	43,110 40	(11,781 75)
TCW EMERGING MARKETS INCOME FUND-I	6,957 04	VARIOUS	2/9/2016	51,134 21	60,866 54	(9,732 33)
BROADCOM LTD	0 88	VARIOUS	2/11/2016	101 64	64 27	37 37
FHLM GOLD G14044	115 85	VARIOUS	2/16/2016	115 85	119 40	(3 55)
BNY MELLON EMERGING MKTS-M	7,500 00	VARIOUS	2/18/2016	54,450 00	79,029 00	(24,579 00)
SOUTHWESTERN ENERGY CO	400 00	VARIOUS	2/22/2016	3,543 96	13,639 96	(10,096 00)
CENTERPOINT ENERGY INC	700 00	VARIOUS	2/22/2016	12,804 40	13,966 88	(1,162 48)
FHLM GOLD G14044	138 77	VARIOUS	3/15/2016	138 77	143 02	(4 25)
BNY MELLON FOC EQ OPP-M	3,500 00	VARIOUS	4/5/2016	48,090 00	53,585 00	(5,495 00)
CALIFORNIA RESOURCES CORP	0 04	VARIOUS	4/13/2016	0 05	0 06	(0 01)
FHLM GOLD G14044	188 81	VARIOUS	4/15/2016	188 81	194 59	(5 78)
FHLM GOLD G14044	177 03	VARIOUS	5/16/2016	177 03	182 45	(5 42)
INDIANA ST UNIV COPS	10,000 00	VARIOUS	6/1/2016	10,000 00	10,000 00	-
FHLM GOLD G14044	209 00	VARIOUS	6/15/2016	209 00	215 40	(6 40)
Total Long-Term Capital Gain/Loss				<u>302,322 18</u>	<u>369,736 23</u>	<u>(67,414 05)</u>

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NEW VENTURE FUND 1201 CONNECTICUT AVE. NW, SUITE 300 WASHINGTON, DC 20036	NONE	501(C)(3)	MALALA FUND	4,000.
GOOD SHEPHERD CHURCH 2021 DECHARD AVENUE DECHERD, TN 37324	NONE	CHURCH	OPERATING FUNDS	20,000.
ST. MARY'S SEWANEE P.O. BOX 188 SEWANEE, TN 37375	NONE	CHURCH	ANNUAL FUND	5,000.
ST. MARY'S SEWANEE P.O. BOX 188 SEWANEE, TN 37375	NONE	CHURCH	MEMORIAL GARDENS	5,000.
ST. STEPHENS AND ST. AGNES SCHOOL 400 FONTAINE STREET ALEXANDRIA, VA 22302	NONE	SCHOOL	ENDOWMENT CAMPAIGN	10,000.
ST. STEPHENS AND ST. AGNES SCHOOL 400 FONTAINE STREET ALEXANDRIA, VA 22302	NONE	SCHOOL	SCHOLARSHIP FUND	5,000.
TENNESSEE KIDNEY FOUNDATION 95 WHITE BRIDGE ROAD, SUITE 300 NASHVILLE, TN 37205	NONE	501(C)(3)	OPERATING FUNDS	1,000.
THE CENTER FOR ACTION AND CONTEMPLATION P.O. BOX 12464 ALBUQUERQUE, NM 87195	NONE	501(C)(3)	OPERATING FUNDS	10,000.
THE NASHVILLE FOOD PROJECT 3605 HILLSBORO PIKE NASHVILLE, TN 37215	NONE	501(C)(3)	ANNUAL GIVING	2,000.
THE UNIVERSITY SCHOOL OF NASHVILLE 200 EDGEHILL ROAD NASHVILLE, TN 37203	NONE	SCHOOL	ANNUAL GIVING	30,000.
Total from continuation sheets				137,000.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
UNIVERSITY OF THE SOUTH 735 UNIVERSITY AVENUE SEWANEE, TN 37383	NONE	UNIVERSITY	J. ALBERT WOODS SCIENCE LABORATORIES	10,000.
UNIVERSITY OF THE SOUTH 735 UNIVERSITY AVENUE SEWANEE, TN 37383	NONE	UNIVERSITY	W. C. CARTINHOOR MEMORIAL SCHOLARSHIP GRANT	10,000.
UNIVERSITY OF THE SOUTH SCHOOL OF THEOLOGY 335 TENNESSEE AVENUE SEWANEE, TN 37383	NONE	SCHOOL	OPERATING FUNDS	5,000.
VIRGINIA THEOLOGICAL SEMINARY 3737 SEMINARY ROAD ALEXANDRIA, VA 22304	NONE	UNIVERSITY	CHAPEL REPLACEMENT	10,000.
WISHBONE 2144 LEAVENWORTH STREET SAN FRANCISCO, CA 94133	NONE	501(C)(3)	MICHAEL'S PROJECT	10,000.
Total from continuation sheets				

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
AMA INTERNATIONAL EQUITY FUND (QP), LP	7.	0.	7.	7.	
BNY MELLON - NOMINEE	232,633.	142,854.	89,779.	86,371.	
TO PART I, LINE 4	232,640.	142,854.	89,786.	86,378.	

FORM 990-PF	LEGAL FEES				STATEMENT 2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
CHAMBLISS, BAHNER & STOPHEL, P.C.	9,330.	0.		9,330.	
TO FM 990-PF, PG 1, LN 16A	9,330.	0.		9,330.	

FORM 990-PF	OTHER PROFESSIONAL FEES				STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BNY-MELLON - INVESTMENT MANAGEMENT FEES	12,526.	12,526.		0.	
TO FORM 990-PF, PG 1, LN 16C	12,526.	12,526.		0.	

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OTHER TAXES	4,920.	0.		0.	
PAYROLL TAXES	14,434.	0.		14,434.	
FOREIGN TAXES	82.	82.		0.	
TO FORM 990-PF, PG 1, LN 18	19,436.	82.		14,434.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PORTFOLIO & OTHER DEDS THRU PARTNERSHIPS	12.	12.		0.	
SUPPLIES	2,422.	0.		2,422.	
WIRE FEES	15.	15.		0.	
MISCELLANEOUS INVESTMENT EXPENSE	1,065.	1,065.		0.	
TO FORM 990-PF, PG 1, LN 23	3,514.	1,092.		2,422.	

FOOTNOTES

STATEMENT 6

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
INDIANA UNIV CTFS 3.773% DUE 12-1-16		X	15,000.	15,195.
MINNEAPOLIS MN 4% DUE 3-1-2018		X	24,913.	26,396.
ARKANSAS STATE 4% DUE 7-1-19		X	25,000.	27,190.
NJ ECONOMIC DEV AUTHORITY 3.719% 9-1-2015		X	0.	0.
NJ ECONOMIC DEV AUTHORITY		X	0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			64,913.	68,781.
TOTAL TO FORM 990-PF, PART II, LINE 10A			64,913.	68,781.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCKS--SCHEDULE ATTACHED	770,879.	1,144,087.
TOTAL TO FORM 990-PF, PART II, LINE 10B	770,879.	1,144,087.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BANK AMERICA FDG CORP 6.5% DUE 8-1-16	26,899.	25,096.
DEERE & CO 4.375% DUE 10-16-19	25,862.	27,631.
BP CAP MKTS P L C 4.75%	28,057.	27,155.
BERKSHIRE HATHAWAY, INC. 3.75%	24,998.	27,585.
FEDERAL HOME LOAN MTG 3% DUE 1-1-26	8,747.	8,936.
TOTAL TO FORM 990-PF, PART II, LINE 10C	114,563.	116,403.

THE CARTINHOUR-WOODS FOUNDATION, INC.
FORM 990-PF, PART II, LINE 10B
SCHEDULE OF COMMON STOCK
FISCAL YEAR ENDED JUNE 30, 2016

	<u>Book Value Basis</u>	<u>Fair Market Value</u>	<u>Unrealized Gains or (Losses)</u>
Common Stock			
Allergan PLC	17,281	27,731	10,450
Accenture PLC	8,915	16,994	8,079
Eaton Corp PLC	13,366	16,724	3,358
Ingersoll-Rand PLC	9,095	17,194	8,099
Invesco Limited	15,217	15,069	(149)
Medtronic, PLC	14,206	16,573	2,367
Broadcom Ltd	13,426	28,438	15,012
AT&T Inc	4,905	6,914	2,008
Air Products & Chemicals, Inc	9,116	14,204	5,089
Amazon com Inc	11,232	39,359	28,127
Apple Inc	49,168	60,228	11,060
B B & T Corporation	9,560	11,395	1,835
Carnival Corp	9,410	12,818	3,408
Caterpillar Inc	13,970	9,855	(4,114)
Celanese Corp - Series A	10,241	15,054	4,813
Chevron Corporation	14,934	14,152	(782)
Coca-Cola Co	11,639	15,866	4,227
Comcast Corp CI	15,192	31,291	16,099
Costco Whsl Corp New	10,912	18,845	7,933
The Walt Disney Company	17,201	37,172	19,970
Electronic Arts Inc (EA)	13,997	22,728	8,731
Express Scripts Holdings, Inc	14,531	20,466	5,935
Exxon Mobil Corp	14,829	15,936	1,107
General Electric Company	14,351	21,721	7,370
Gilead Sciences Inc	8,498	30,031	21,534
Halliburton Co	12,363	16,304	3,941
Home Depot Inc	14,459	35,753	21,294
Honeywell Intl Inc	12,773	24,427	11,655
Intel Corp (INTC)	30,094	26,240	(3,854)
Intercontinentalexchange Inc	14,103	25,596	11,493
International Business Machines Corporation	24,132	19,731	(4,400)
JP Morgan Chase & Co	7,623	12,428	4,805
Lilly Eli & Co	13,555	19,688	6,133
Mead Johnson Nutrition Company	8,714	9,983	1,268
Metlife Inc	12,351	13,144	793
Mondelez International	16,146	27,761	11,615
Occidental Petroleum Corp	12,684	11,334	(1,350)
PNC Financial Services Group	19,811	26,045	6,234
Pepsico Inc	14,245	22,247	8,002
Pfizer Inc	18,928	29,576	10,648
Philip Morris International Inc	12,119	14,241	2,122
The Procter & Gamble Company	17,912	23,284	5,372
Salesforce Com Inc	12,758	26,999	14,241
Schlumberger Ltd	15,524	16,607	1,083

THE CARTINHOUR-WOODS FOUNDATION, INC.
FORM 990-PF, PART II, LINE 10B
SCHEDULE OF COMMON STOCK
FISCAL YEAR ENDED JUNE 30, 2016

Sempra Energy	9,682	18,243	8,561
Shire PLC ADR	10,843	20,249	9,406
State Street corp	15,308	17,254	1,946
Teva Pharmaceuticals Inds Ltd ADR	15,136	20,092	4,956
The Travelers Companies Inc	11,983	17,856	5,873
Union Pac Corp	6,113	9,598	3,485
United Technologies Corp	13,237	16,408	3,171
Valero Energy Corp New	8,033	17,850	9,817
Verizon Communications Inc	5,778	8,376	2,599
Wells Fargo & Company	19,354	27,451	8,097
Yahoo Inc	11,426	21,785	10,359
Yum! Brands Inc	8,501	10,780	2,279
	<u>770,879.00</u>	<u>1,144,087</u>	<u>373,208</u>
Total Common Stock	<u>770,879.00</u>	<u>1,144,087</u>	<u>373,208</u>

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
GCP SPV LTD	COST	46,161.	27,265.
BNY MELLON CORPORATE BOND FUND	COST	206,777.	211,760.
BNY MELLON SHORT-TERM U S	COST		
GOVERNMENT SECURITIES FUND		36,683.	35,550.
BNY MELLON INTERMEDIATE BOND FUND	COST	205,146.	198,848.
BNY MELLON BOND FUND	COST	488,634.	474,158.
DREYFUS INFLATION ADJUSTED	COST		
SECURITIES FUND		128,782.	117,487.
BNY MELLON INCOME STOCK FUND	COST	129,113.	146,393.
BNY MELLON FOCUSED EQUITY	COST		
OPPORTUNITIES FUND		302,214.	316,022.
DREYFUS U S EQUITY FUND	COST	393,454.	439,708.
BNY MELLON MID CAP STOCK FUND	COST	394,258.	462,172.
CALIFORNIA RES CORP	COST	21.	17.
DREYFUS SELECT MANAGERS SMALL CAP	COST		
GROWTH FUND		58,425.	62,300.
DREYFUS SELECT MANAGERS SMALL CAP	COST		
VALUE FUND		186,776.	187,312.
BNY MELLON INTERNATIONAL EQUITY	COST		
INCOME FUND		127,273.	108,563.
BNY MELLON INTERNATIONAL FUND	COST	153,189.	150,447.
DREYFUS INTERNATIONAL SMALL CAP	COST		
FUND		94,880.	100,240.
DREYFUS/NEWTON INTERNATIONAL EQUITY	COST		
FUND		30,746.	34,600.
BNY MELLON EMERGING MARKETS FUND	COST	238,378.	202,070.
DREYFUS GLOBAL REAL ESTATE	COST		
SECURITIES FUND		89,221.	109,597.
DREYFUS HIGH YIELD FUND	COST	115,511.	107,703.
DREYFUS EMERGING MARKETS DEBT LOCAL	COST		
CURRENCY FUND		0.	0.
TCW EMERGING MARKETS INCOME FUND -	COST		
I		0.	0.
DREYFUS INTERNATIONAL STOCK FUND	COST	63,189.	70,169.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,488,831.	3,562,381.

FORM 990-PF	OTHER ASSETS	STATEMENT 11
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
RECEIVABLE FROM PARTNERSHIP	7,879.	0.	0.
TO FORM 990-PF, PART II, LINE 15	7,879.	0.	0.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 12
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MARIE CARTINHOOR WOODS 305 CLARA'S POINT ROAD SEWANEE, TN 37375	TRUSTEE EMERITUS 0.25	0.	0.	0.
ELLEN L. WOODS 2610 CLIFFTOPS AVENUE MONTEAGLE, TN 37356	PRESIDENT & TRUSTEE 0.25	0.	0.	0.
MARGARET C. WOODS 2626 CLIFFTOPS AVENUE MONTEAGLE, TN 37356	CHAIRMAN & TRUSTEE 0.25	0.	0.	0.
CAROLINE T. WOODS P.O. BOX 459 MONTEAGLE, TN 37356	VICE PRESIDENT & TRUSTEE 0.25	0.	0.	0.
JOSEPHINE VANDEVENDER 737 BENTON AVENUE NASHVILLE, TN 37204	TRUSTEE 0.25	0.	0.	0.
CECIL VANDEVENDER 3610 PILCHER AVENUE NASHVILLE, TN 37209	TRUSTEE 0.25	0.	0.	0.
SANDRA M. THURMOND 2322 HAVEN CREST DRIVE CHATTANOOGA, TN 37421	SECRETARY/TREASURER 15.00	25,123.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		25,123.	0.	0.