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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016, or tax year beginning 01-01-2016 , and ending 12-31-2016

Name of foundation
THE JOSEPH M BRYAN FOUNDATION

A Employer identification number
56-1548051

Number and street (or P O box number if mail is not delivered to street address) PO BOX 14829
Room/suite

B Telephone number (see instructions)
(336) 378-5396

City or town, state or province, country, and ZIP or foreign postal code
GREENSBORO, NC 27415

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), 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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 70,242,690

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

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	0			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	50,019	50,019		
	4	Dividends and interest from securities	1,130,535	1,130,535		
	5a	Gross rents				
	b	Net rental income or (loss) -14,121				
	6a	Net gain or (loss) from sale of assets not on line 10	-757,170			
	b	Gross sales price for all assets on line 6a 22,289,427				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	45,847	45,847		
	12	**Total.** Add lines 1 through 11	469,231	1,226,401		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	498,279	27,360		470,919
	14	Other employee salaries and wages	49,800	0		49,800
	15	Pension plans, employee benefits	51,276	0		51,276
	16a	Legal fees (attach schedule)	410,830	5,945		404,885
	b	Accounting fees (attach schedule)	38,405	0		38,405
	c	Other professional fees (attach schedule)	296,473	201,473		95,000
	17	Interest	130,501	3,184		127,317
	18	Taxes (attach schedule) (see instructions)	60,541	40,541		0
	19	Depreciation (attach schedule) and depletion	149,480	0		
	20	Occupancy	39,801	0		39,801
	21	Travel, conferences, and meetings	14,816	0		14,816
	22	Printing and publications				
	23	Other expenses (attach schedule)	265,042	204,072		60,970
	24	**Total operating and administrative expenses.** Add lines 13 through 23	2,005,244	482,575		1,353,189
	25	Contributions, gifts, grants paid	9,898,178			9,898,178
	26	**Total expenses and disbursements.** Add lines 24 and 25	11,903,422	482,575		11,251,367
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-11,434,191			
	b	**Net investment income** (if negative, enter -0-)		743,826		
	c	**Adjusted net income**(if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing	51,034	30,904	30,904
	2	Savings and temporary cash investments	1,498,668	2,040,603	1,904,118
	3	Accounts receivable ▶ 4,366			
		Less allowance for doubtful accounts ▶	7,896	4,366	4,366
	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) ▶ 7,000,365			
		Less allowance for doubtful accounts ▶ 0	5,598,665	7,000,365	7,000,365
	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)	62,724,170	55,968,382	59,430,846
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	55,936	55,936	47,736
	14	Land, buildings, and equipment basis ▶ 2,332,270			
		Less accumulated depreciation (attach schedule) ▶ 1,046,740	1,360,681	1,285,530	1,285,530
	15	Other assets (describe ▶)	5,536,732	538,825	538,825
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	76,833,782	66,924,911	70,242,690
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)	4,829,217	6,250,000	
	22	Other liabilities (describe ▶)			
	23	**Total liabilities**(add lines 17 through 22)	4,829,217	6,250,000	
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	72,004,565	60,674,911	
	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)	72,004,565	60,674,911	
	31	**Total liabilities and net assets/fund balances** (see instructions)	76,833,782	66,924,911	

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	72,004,565
2	Enter amount from Part I, line 27a	2	-11,434,191
3	Other increases not included in line 2 (itemize) ▶	3	104,537
4	Add lines 1, 2, and 3	4	60,674,911
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	60,674,911

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)
1 a	BB&T			
b	BB&T			
c	FROM K-1S	P		
d	FROM K-1S	P		
e	CAPITAL GAINS DIVIDENDS	P		

	(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	15,809,291		16,766,370	-957,079
b	6,210,809		6,280,227	-69,418
c	50,452			50,452
d	95,818			95,818
e	123,057			123,057

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				-957,079
b				-69,418
c				50,452
d				95,818
e				123,057

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** -757,170

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))
2015	6,198,472	67,653,705	0 091621
2014	5,096,160	72,505,980	0 070286
2013	3,847,106	73,139,940	0 052599
2012	8,076,555	69,712,160	0 115856
2011	5,775,287	69,190,045	0 083470

2	**Total** of line 1, column (d)	2	0 413832
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 082766
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	61,831,421
5	Multiply line 4 by line 3	5	5,117,539
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	7,438
7	Add lines 5 and 6	7	5,124,977
8	Enter qualifying distributions from Part XII, line 4	8	11,251,367

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 ▶ ☐ 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	7,438
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	7,438
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	7,438
6	Credits/Payments				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	88,357		
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	88,357
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	80,919
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 80,919 **Refunded** ▶			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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	Yes	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶NC			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶CAROLE W BRUCE Telephone no ▶(336) 378-5396

Located at ▶300 NORTH GREENE STREET GREENSBORO NC ZIP+4 ▶27401

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 |

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

				Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.				
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		
	Organizations relying on a current notice regarding disaster assistance check here. ▶	☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?		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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)		2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2016 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 2016).*		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 2016?		4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

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

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

Total number of other employees paid over $50,000 ▶	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
SMITH MOORE LEATHERWOOD LLP PO BOX 21927 GREENSBORO, NC 27420	LEGAL SERVICES	410,830
SIMPSON COMMERCIAL LLC 1401 SUNSET DR SUITE B GREENSBORO, NC 27408	CONSULTING SERVICES	90,000
Total number of others receiving over $50,000 for professional services. . . . . ▶		0

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3	
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	62,634,761
b	Average of monthly cash balances.		1b	23,222
c	Fair market value of all other assets (see instructions).		1c	115,033
d	**Total** (add lines 1a, b, and c).		1d	62,773,016
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	62,773,016
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).		4	941,595
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	61,831,421
6	**Minimum investment return.** Enter 5% of line 5.		6	3,091,571

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	3,091,571
2a	Tax on investment income for 2016 from Part VI, line 5.	2a 7,438		
b	Income tax for 2016 (This does not include the tax from Part VI).	2b 1,695		
c	Add lines 2a and 2b.		2c	9,133
3	Distributable amount before adjustments Subtract line 2c from line 1.		3	3,082,438
4	Recoveries of amounts treated as qualifying distributions.		4	0
5	Add lines 3 and 4.		5	3,082,438
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	3,082,438

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	11,251,367
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	11,251,367
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	7,438
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	11,243,929

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 2015	(c) 2015	(d) 2016
1	Distributable amount for 2016 from Part XI, line 7				3,082,438
2	Undistributed income, if any, as of the end of 2016				
a	Enter amount for 2015 only.			0	
b	Total for prior years 20___ , 20___ , 20___		0		
3	Excess distributions carryover, if any, to 2016				
a	From 2011. 2,425,781				
b	From 2012. 4,622,295				
c	From 2013. 252,611				
d	From 2014. 1,562,817				
e	From 2015. 2,880,529				
f	**Total** of lines 3a through e.	11,744,033			
4	Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 11,251,367				
a	Applied to 2015, 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 2016 distributable amount.				3,082,438
e	Remaining amount distributed out of corpus	8,168,929			
5	Excess distributions carryover applied to 2016 *(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	19,912,962			
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 2015 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 2017				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 2011 not applied on line 5 or line 7 (see instructions)	2,425,781			
9	**Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	17,487,181			
10	Analysis of line 9				
a	Excess from 2012. . . . 4,622,295				
b	Excess from 2013. . . . 252,611				
c	Excess from 2014. . . . 1,562,817				
d	Excess from 2015. . . . 2,880,529				
e	Excess from 2016. . . . 8,168,929				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. . . . . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2016	**(b)** 2015	**(c)** 2014	**(d)** 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				9,898,178
b *Approved for future payment* See Additional Data Table				
Total . . . . ▶ **3b**				5,660,000

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	50,019	
4 Dividends and interest from securities.			14	1,130,535	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.			16	-14,121	
6 Net rental income or (loss) from personal property					
7 Other investment income.	900099	24,265	14	21,582	
8 Gain or (loss) from sales of assets other than inventory			18	-757,170	
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).		24,265		430,845	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 455,110

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2017-11-15	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ Yes ☐ No
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
LESLIE L ANDERSON		2017-11-15		P00021396
Firm's name ▶ LESLIE ANDERSON CPA PC				Firm's EIN ▶20-4831046
Firm's address ▶ 1101 NORWALK STREET GREENSBORO, NC 27407				Phone no (336) 482-2444

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
E S MELVIN PO BOX 14829 GREENSBORO, NC 27415	PRESIDENT/DIRECTOR 30 00	315,879	0	0
CAROLE W BRUCE PO BOX 21927 GREENSBORO, NC 27420	SEC-TREAS/DIRECTOR 2 00	0	0	0
SHIRLEY T FRYE 1401 S BENBOW ROAD GREENSBORO, NC 27406	CHAIRMAN OF THE BOARD/DIRE 2 00	0	0	0
J EDWARD KITCHEN PO BOX 14829 GREENSBORO, NC 27415	VICE PRESIDENT/DIRECTOR 30 00	182,400	0	0
DAVID G ALTMAN 1 LEADERSHIP PLACE GREENSBORO, NC 27410	DIRECTOR 2 00	0	0	0
ROBERT E LONG 300 N GREENE ST SUITE 1750 GREENSBORO, NC 27401	DIRECTOR 2 00	0	0	0
LOUISE F BRADY PO BOX 14829 GREENSBORO, NC 27401	DIRECTOR 2 00	0	0	0

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ACTION GREENSBORO 324 N ELM ST GREENSBORO, NC 27401	NONE	OTHER PUBLIC CHARITY	BISCUITVILLE WEEK GAP FUNDING, ACTION GREENSBORO OPERATIONS AND UP FIT	215,000
AMERICAN RED CROSS 1501 YANCEYVILLE ST GREENSBORO, NC 27405	NONE	OTHER PUBLIC CHARITY	2016 SALUTE TO HEROS-BRONZE SPONSOR	11,000
ARTS GREENSBORO 200 N DAVIE ST SUITE 201 GREENSBORO, NC 27401	NONE	OTHER PUBLIC CHARITY	2016 UNITED ARTS FUND CAMPAIGN, SPECIAL PROJECTS	205,000
BENNETT COLLEGE 900 E WASHINGTON ST GREENSBORO, NC 27401	NONE	OTHER PUBLIC CHARITY	INAUGURATION OF ROSALIND FUSE-HALL, COMMUNITY DAY RECEPTION, BENNETT COLLEGE COMMUNITY DAY EVENT	400
BRYAN NATIONAL COLLEGIATE TOURNAMENT PO BOX 14829 GREENSBORO, NC 27415	NONE	OTHER PUBLIC CHARITY	BRYAN COLLEGIATE GOLF TOURNAMENT	65,627
Total 3a . . . . ▶				9,898,178

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
CHILDREN'S HOME SOCIETY OF NC 604 MEADOW ST GREENSBORO, NC 27405	NONE	OTHER PUBLIC CHARITY	A PLACE TO CALL HOME LUNCHEON	2,500
CITY OF GREENSBORO 300 WEST WASHINGTON STREET GREENSBORO, NC 27401	NONE	OTHER PUBLIC CHARITY	2016 ACC WOMEN'S BASKETBALL TOURNAMENT	25,000
CITY OF GREENSBORO 300 WEST WASHINGTON STREET GREENSBORO, NC 27401	NONE	OTHER PUBLIC CHARITY	DR SIMPKINS SCULPTURE	47,711
CITY OF GREENSBORO 300 WEST WASHINGTON STREET GREENSBORO, NC 27401	NONE	OTHER PUBLIC CHARITY	DONATION OF DGR/PARK TO CITY	4,997,907
CITY OF GREENSBORO 1ST TEE OF TRIAD PO BOX 236 CLEMMONS, NC 27012	NONE	OTHER PUBLIC CHARITY	GILLESPIE GOLF COURSE CLASSROOM RENOVATION, GILLESPIE FIRST TEE COMPLEX	15,295
Total . . . . ▶ **3a**				9,898,178

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
CITY OF GREENSBORO BRYAN GOLF COURSE 6275 BRYAN PARK RD BROWNS SUMMIT, NC 27214	NONE	OTHER PUBLIC CHARITY	GENERAL IMPROVEMENTS	142,554
CITY OF GREENSBORO BRYAN PARK ENRICHMENT CENTER 6275 BRYAN PARK RD BROWNS SUMMIT, NC 27214	NONE	OTHER PUBLIC CHARITY	BRYAN PARK ENRICHMENT CENTER	8,129
COMMUNITIES IN SCHOOLS PO BOX 1347 GREENSBORO, NC 27402	NONE	OTHER PUBLIC CHARITY	STUDENT AWARDS LUNCHEON SPONSORSHIP	1,500
COMMUNITY FOUNDATION OF GREATER GREENSBORO 330 S GREENE ST 100 GREENSBORO, NC 27401	NONE	OTHER PUBLIC CHARITY	DENISE TURNER ROTH FAREWELL PARTY DONATION, 30TH ANNIVERSARY SPONSOR, 2016 PLEDGE PAYMENT	707,500
COMMUNITY FOUNDATION OF GREATER GREENSBORO 330 S GREENE ST 100 GREENSBORO, NC 27401	NONE	OTHER PUBLIC CHARITY	GENERAL OPERATIONS SUPPORT OF GUILFORD NONPROFIT CONSORTIUM	10,000
Total . . . . ▶ **3a**				9,898,178

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
DOWNTOWN GREENSBORO 203 SOUTH CHURCH STREET GREENSBORO, NC 27401	NONE	OTHER PUBLIC CHARITY	ANNUAL FUND CONTRIBUTION	20,000
ECONOMIC DEVELOPMENT PARTNERSHIP OF NC 15000 WESTON PARKWAY CARY, NC 27513	NONE	OTHER PUBLIC CHARITY	CORPORATE CONTRIBUTION	25,000
ELON UNIVERSITY SCHOOL OF LAW 201 N GREENE ST GREENSBORO, NC 27401	NONE	OTHER PUBLIC CHARITY	CAPITAL FUND	313,650
FORGE GREENSBORO 115 WEST LEWIS STREET GREENSBORO, NC 27401	NONE	OTHER PUBLIC CHARITY	GRANT FOR RENOVATIONS	25,000
GATEWAY UNIV RESEARCH PARK 2901 E LEE ST SUITE 2500 GREENSBORO, NC 27401	NONE	OTHER PUBLIC CHARITY	UNION SQUARE CAMPUS	10,000
Total . . . . ▶ **3a**				9,898,178

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
GREENSBORO CHAMBER OF COMMERCE 342 N ELM ST GREENSBORO, NC 27401	NONE	OTHER PUBLIC CHARITY	STATE OF OUR COMMUNITY 1/2 TABLE SPONSOR, 2016 PLEDGE-ENTREPRENEUR CONNECTIONS, ENTREPRENEUR CONNECTION ACCELERATOR PROGRAMS	8,880
GREENSBORO JAYCEES HOLIDAY PARADE 315 S GREENE ST SUITE 200 GREENSBORO, NC 27401	NONE	OTHER PUBLIC CHARITY	PARADE BAND AND SUPPLIES	15,087
GREENSBORO PARTNERSHIP 342 N ELM ST GREENSBORO, NC 27401	NONE	OTHER PUBLIC CHARITY	ANNUAL DINNER GOLD SPONOR, ACTION GREENSBORO OPERATIONS/YP SUPPORT	175,000
GREENSBORO POLICE FOUNDATION PO BOX 26140 GREENSBORO, NC 27402	NONE	OTHER PUBLIC CHARITY	CAMERA CAMPAIGN DONATION	25,000
GREENSBORO RANDOLPH MEGASITE FOUNDATION 324 WEST WENDOVER AVE SUITE 207 GREENSBORO, NC 27408	NONE	OTHER PUBLIC CHARITY	2016 SUPPORT FOR OPERATIONS	19,083
Total . . . . ▶ **3a**				9,898,178

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
GREENSBORO SPORTS COUNCIL 2411 W GATE CITY BLVD GREENSBORO, NC 27403	NONE	OTHER PUBLIC CHARITY	SUPPORT FOR ANNUAL TOURNAMENTS	5,000
GUILFORD CHILD DEVELOPMENT 1200 ARLINGTON ST GREENSBORO, NC 27406	NONE	OTHER PUBLIC CHARITY	NFP PROGRAM FUNDING	1,055
GUILFORD COLLEGE 5800 W FRIENDLY AVE GREENSBORO, NC 27410	NONE	OTHER PUBLIC CHARITY	2016 ANNUAL SUPPORT/CONTRIBUTION	200,000
GUILFORD COUNTY PARTNERSHIP FOR CHILDREN 122 N ELM STREET GREENSBORO, NC 27401	NONE	OTHER PUBLIC CHARITY	WEEK OF THE YOUNG CHILD SPONSORSHIP	50,000
GUILFORD COUNTY SCHOOLS 712 N EUGENE ST GREENSBORO, NC 27401	NONE	OTHER PUBLIC CHARITY	CFO DOCTORAL PROGRAM IN EDUCATIONAL LEADERSHIP, 2016 ACC TOURNAMENT SCHOOL DAYS SPONSOR, NEW TEACHER AWARDS	7,000
Total . . . . ▶ **3a**				9,898,178

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
GUILFORD MERCHANTS ASSOCIATION 225 COMMERCE PL GREENSBORO, NC 27401	NONE	OTHER PUBLIC CHARITY	2016 CO-TABLE SPONSOR, 2016 POLICE & CITIZEN APPRECIATION DINNER SPONSOR	2,500
HORSEPOWER THERAPEAUTIC LEARNING CENTER 8801 LEABOURNE RD GREENSBORO, NC 27235	NONE	OTHER PUBLIC CHARITY	4-SIX WEEK SCHOLARSHIPS	1,000
IGNITE THE SPIRIT PO BOX 39362 GREENSBORO, NC 27438	NONE	OTHER PUBLIC CHARITY	2016 SUPPORT	500
JUVENILE DIABETES RESEARCH FOUNDATION 408 NORTH EUGENE STREET GREENSBORO, NC 27401	NONE	OTHER PUBLIC CHARITY	2016 JDRF WALK TO CURE-BRONZE SPONSOR, 2016 HOPE GALA-SILVER SPONSOR, WALK TO CURE DIABETES-BRONZE SPONSOR	5,000
NAT GREENE KIWANIS CLUB PO BOX 10487 GREENSBORO, NC 27404	NONE	OTHER PUBLIC CHARITY	BRONZE SPONSORSHIP FOR LUNCHEON	650
Total . . . . ▶ **3a**				9,898,178

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
NATIONAL CONFERENCE FOR COMMUNITY AND JUSTICE 713 N GREENE STREET GREENSBORO, NC 27401	NONE	OTHER PUBLIC CHARITY	BROTHERHOOD/SISTERHOOD CITATION AWARD DINNER	10,000
NC A&T UNIVERSITY 1601 E MARKET STREET GREENSBORO, NC 27411	NONE	OTHER PUBLIC CHARITY	HIGHER EDUCATION LEADERSHIP SERIES, HOMECOMING FUNDRAISER	215,300
NC CENTER FOR NONPROFITS 1110 NAVAHO DRIVE SUITE 200 RALEIGH, NC 27609	NONE	OTHER PUBLIC CHARITY	PROGRAM AND OPERATIONS SUPPORT	10,000
OLD HICKORY COUNCIL BSA INC 6600 SILAS CREEK PKWY WINSTONSALEM, NC 27106	NONE	OTHER PUBLIC CHARITY	2016 DISTINGUISHED CITIZEN'S AWARD DINNER - LIFE SPONSOR	6,000
ONE STEP FURTHER INC 623 EUGENE CT GREENSBORO, NC 27401	NONE	OTHER PUBLIC CHARITY	SUPPORT FOR ANGER MANAGEMENT CLASSES	350
Total . . . . ▶ **3a**				9,898,178

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
PIEDMONT TRIAD CHARITABLE FOUND 416 GALLIMORE DAIRY RD STE M GREENSBORO, NC 27409	NONE	OTHER PUBLIC CHARITY	ANNUAL SUPPORT, 18TH HOLE REGIONALISM BOX	110,000
PIEDMONT TRIAD PARTNERSHIP 416 GALLIMORE DAIRY RD GREENSBORO, NC 27409	NONE	OTHER PUBLIC CHARITY	2016 PLEDGE	100,000
ROTARY FOUNDATION 610 PASTEUR DR GREENSBORO, NC 27403	NONE	OTHER PUBLIC CHARITY	JOE BRYAN PAUL HARRIS FELLOW OF THE YEAR AWARD	1,000
SALVATION ARMY 1311 S EUGENE ST GREENSBORO, NC 27406	NONE	OTHER PUBLIC CHARITY	BOYS AND GIRLS CLUB SUPPORT	200,000
SECOND HARVEST FOOD BANK OF NORTHWEST NC 1000A TED JOHNSON PARKWAY GREENSBORO, NC 27409	NONE	OTHER PUBLIC CHARITY	SILVER SPONSOR - 5K ON THE RUNWAY	1,000
Total . . . . ▶ **3a**				9,898,178

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
STEPUP GREENSBORO 707 NORTH GREENE STREET GREENSBORO, NC 27401	NONE	OTHER PUBLIC CHARITY	SPONSOR OF IMPACT LUNCHEON	3,000
TEACH FOR AMERICA 408 BELLEMEADE STREET GREENSBORO, NC 27401	NONE	OTHER PUBLIC CHARITY	SUPPORT FOR TEACHERS IN THE LOCAL PROGRAM	25,000
UNCG 1400 SPRING GARDEN ST GREENSBORO, NC 27412	NONE	OTHER PUBLIC CHARITY	COLLEGE STAR	30,000
UNCG ATHLETICS 1400 SPRING GARDEN ST GREENSBORO, NC 27412	NONE	OTHER PUBLIC CHARITY	2016 BRIDGESTONE COLLEGIATE GOLF TOURN SPONSOR	5,000
UNCG SPARTAN CLUB 1400 SPRING GARDEN ST GREENSBORO, NC 27412	NONE	OTHER PUBLIC CHARITY	SUPPORT FOR ATHELETICS PROMOTION	10,000
Total . . . . ▶ 3a				9,898,178

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
UNION SQUARE CAMPUS INC 2901 E LEE ST SUITE 2500 GREENSBORO, NC 27401	NONE	OTHER PUBLIC CHARITY	UNION SQUARE CAMPUS	1,000,000
UNITED WAY 1500 YANCEYVILLE ST GREENSBORO, NC 27405	NONE	OTHER PUBLIC CHARITY	ANNUAL PROGRAM AND OPERATIONS SUPPORT	650,000
USA MASTERS GAMES 324 W WENDOVER AVE 207 GREENSBORO, NC 27408	NONE	OTHER PUBLIC CHARITY	INAUGURAL USA MASTERS GAMES	50,000
WYNDHAM CHAMPIONSHIP 416 GALLIMORE DAIRY RD SUITE M GREENSBORO, NC 27409	NONE	OTHER PUBLIC CHARITY	DONATION FOR WYNDHAM CHAMPIONSHIP	107,000
Total . . . . ▶ 3a				9,898,178

TY 2016 Accounting Fees Schedule

Name: THE JOSEPH M BRYAN FOUNDATION

EIN: 56-1548051

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	38,405	0		38,405

TY 2016 Investments Corporate Stock Schedule

Name: THE JOSEPH M BRYAN FOUNDATION

EIN: 56-1548051

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SECURITITES & MUTUAL FUNDS	55,968,382	59,430,846

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491319013477

TY 2016 Investments - Other Schedule

Name: THE JOSEPH M BRYAN FOUNDATION

EIN: 56-1548051

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
OTHER PARTNERSHIPS	AT COST	55,935	47,735
FRANKLIN STREET PARTNERSHIPS	AT COST	1	1

TY 2016 Legal Fees Schedule

Name: THE JOSEPH M BRYAN FOUNDATION

EIN: 56-1548051

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	410,830	5,945		404,885

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TY 2016 Other Assets Schedule

Name: THE JOSEPH M BRYAN FOUNDATION

EIN: 56-1548051

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
CENTER CITY PARK LAND	4,997,907	0	0
BRYAN PARK GOLF, LLC	538,825	538,825	538,825

TY 2016 Other Expenses Schedule

Name: THE JOSEPH M BRYAN FOUNDATION

EIN: 56-1548051

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK SERVICE CHARGES	1,136	0		1,136
OFFICE EXPENSE	9,948	0		9,948
REPAIRS AND MAINTENANCE	26,134	0		26,134
DUES AND SUBSCRIPTIONS	4,090	0		4,090
INSURANCE	19,662	0		19,662
PIEDMONT ANGEL NETWORK TWO LLC K-1	1,117	1,117		0
FUTURES PORTFOLIO FUND, LP	88,959	88,959		0
CAMDEN PRIVATE CAPITAL IV-A, LLC	79,970	79,970		0
IDR CURRENT INCOME RE STRATEGY 2011	17,389	17,389		0
COHEN & STEERS GLOBAL REALTY PARTNERS III-TE, LP	2,466	2,466		0

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PENTECH COMMON PARTNERS	50	50		0
NET RENTAL INCOME FROM COHEN & STEERS GLOBAL REALTY PARTNERS III-TE, LP	14,121	14,121		0

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TY 2016 Other Income Schedule

Name: THE JOSEPH M BRYAN FOUNDATION

EIN: 56-1548051

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MISC INCOME	3,901	3,901	3,901
CAMDEN PRIVATE CAPITAL IV-A, LLC K-1	92	92	92
PIEDMONT ANGEL NETWORK TWO LLC K-1	1,968	1,968	1,968
BB&T	9,860	9,860	9,860
CAMDEN PRIVATE CAPITAL IV-A, LLC K-1	5,761	5,761	5,761
UBTI	24,265	24,265	24,265

TY 2016 Other Increases Schedule

Name: THE JOSEPH M BRYAN FOUNDATION

EIN: 56-1548051

Description	Amount
BOOK OVER TAX ADJUSTMENT	104,537

TY 2016 Other Professional Fees Schedule

Name: THE JOSEPH M BRYAN FOUNDATION

EIN: 56-1548051

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES (BB&T)	201,473	201,473		0
CONSULTING FEES	95,000	0		95,000

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TY 2016 Taxes Schedule

Name: THE JOSEPH M BRYAN FOUNDATION

EIN: 56-1548051

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	40,541	40,541		0
990-PF NET EXCISE TAXES	20,000	0		0