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

Name of foundation HERBERT AND MARIAN HALEY FOUNDATION REGIONS TRUST		A Employer identification number 58-6306798	
Number and street (or P O box number if mail is not delivered to street address) 2813 OLD DAWSON ROAD		Room/suite	B Telephone number (see instructions) (229) 438-2450
City or town, state or province, country, and ZIP or foreign postal code ALBANY, GA 31707		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 4,760,129	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>	

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	2,450,000			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	72,198	72,198		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-47,643			
	b Gross sales price for all assets on line 6a 2,932,377				
	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 _____				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	2,474,555	72,198		
	13 Compensation of officers, directors, trustees, etc	24,287	24,287		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,195	0		2,195
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,493	1,493		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	9,250	9,250		0
	24 Total operating and administrative expenses. Add lines 13 through 23	37,225	35,030		2,195
	25 Contributions, gifts, grants paid	118,500			118,500
	26 Total expenses and disbursements. Add lines 24 and 25	155,725	35,030		120,695
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	2,318,830			
	b Net investment income (if negative, enter -0-)		37,168		
c Adjusted net income(if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	88,629	288,974	288,974
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	345,017	874,928	857,887
	b	Investments—corporate stock (attach schedule)	1,358,352	2,383,078	2,563,859
	c	Investments—corporate bonds (attach schedule)	490,256	1,053,699	1,046,728
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	2,276	2,681	2,681	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,284,530	4,603,360	4,760,129	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable.			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule).			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	2,284,530	4,603,360	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
	30	Total net assets or fund balances (see instructions)	2,284,530	4,603,360	
31	Total liabilities and net assets/fund balances (see instructions) .	2,284,530	4,603,360		

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	2,284,530
2	Enter amount from Part I, line 27a	2	2,318,830
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	4,603,360
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	4,603,360

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 PUBLICLY TRADED SECURITIES	P		
b PUBLICLY TRADED SECURITIES	P		
c CAPITAL GAINS DIVIDENDS	P		
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 790,119		806,371	-16,252
b 2,142,219		2,173,649	-31,430
c 39			39
d			
e			

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			-16,252
b			-31,430
c			39
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	-47,643
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	110,406	2,433,519	0 045369
2014	95,000	2,459,836	0 038620
2013	69,194	1,770,246	0 039087
2012	69,315	1,419,867	0 048818
2011	69,046	1,424,336	0 048476
2 Total of line 1, column (d)			2 0 220370
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 044074
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 3,743,536
5 Multiply line 4 by line 3			5 164,993
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 372
7 Add lines 5 and 6			7 165,365
8 Enter qualifying distributions from Part XII, line 4			8 120,695

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 type="checkbox"/> and enter 1% of Part I, line 27b	1	743
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	743
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	743
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,080
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	1,080
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	337
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ 337 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)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ 0 (2) On foundation managers ▶ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ GA		
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	Yes

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	Yes	
14	The books are in care of ► REGIONS BANK TRUST DEPARTMENT Telephone no ► (229) 438-2450			

Located at **►** 2813 OLD DAWSON ROAD ALBANY GA ZIP+4 **►** 31707

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ► 15			
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? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ►	16	Yes	No

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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 type="checkbox"/> Yes <input checked="" 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. ► <input type="checkbox"/>	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/>	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))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	5b		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <i>If "Yes" to 6b, file Form 8870</i>	6b		No
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
REGIONS BANK TRUST DEPARTMENT 2813 OLD DAWSON ROAD ALBANY, GA 31707	TRUSTEE 1 00	24,287	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) 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
NONE		
Total number of others receiving over \$50,000 for professional services. ►		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
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	3,800,544
b	Average of monthly cash balances.	1b	0
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	3,800,544
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	3,800,544
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	57,008
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	3,743,536
6	Minimum investment return. Enter 5% of line 5.	6	187,177

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	187,177
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	743
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	743
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	186,434
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	186,434
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	186,434

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	120,695
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	120,695
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	120,695

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				186,434
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			118,434	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 120,695				
a Applied to 2015, but not more than line 2a			118,434	
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.				2,261
e Remaining amount distributed out of corpus	0			
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	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 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				184,173
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). . . .	0			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016.				

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 <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
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 <input type="checkbox"/> 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	
REGIONS BANK TRUST DEPARTMENT 2813 OLD DAWSON ROAD ALBANY, GA 31707 (229) 438-2450	
b The form in which applications should be submitted and information and materials they should include	
NO SPECIFIC FORM	
c Any submission deadlines	
NONE	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors	
NONE	

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	118,500
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2016)

Part XVII

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

[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

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

Print/Type preparer's name JOANNA HANCOCK	Preparer's Signature	Date 2017-05-11	Check if self-employed <input type="checkbox"/>	PTIN P00988241
Firm's name ► MAULDIN & JENKINS LLC				Firm's EIN ► 58-0692043
Firm's address ► PO BOX 71549 2303 DAWSON ROAD ALBANY, GA 317081549				Phone no (229) 446-3600

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ALAQUA ANIMAL RESCUE INC 914 WHITFIELD ROAD FREEPORT, FL 32439	NONE	PC	PUBLIC CHARITY - OPERATING BUDGET	2,500
ALBANY ADVOCACY RESOURCE CENTER 901 PINE AVENUE ALBANY,GA 31701	NONE	PC	PUBLIC CHARITY - OPERATING BUDGET	3,000
ALBANY HUMANE SOCIETY W OAKRIDGE DRIVE ALBANY,GA 31707	NONE	PC	PUBLIC CHARITY - OPERATING BUDGET	15,000
ALBANY MUSEUM OF ART 311 MEADOWLARK DR ALBANY,GA 31707	NONE	PC	PUBLIC CHARITY - OPERATING BUDGET	3,000
ALBANY TECHNICAL COLLEGE 1704 S SLAPPEY BLVD ALBANY,GA 31701	NONE	PC	EDUCATION	3,000
AMERICAN CANCER SOCIETY 1500 COLLEGE WAY LEXINGTON, KY 40502	NONE	PC	PUBLIC CHARITY - OPERATING BUDGET	5,000
AMERICAN CANCER SOCIETY 323 PINE AVE 100 ALBANY,GA 31701	NONE	PC	PUBLIC CHARITY - OPERATING BUDGET	3,000
ATHENS TECHNICAL COLLEGE 800 US 29 ATHENS,GA 30601	NONE	PC	EDUCATION	5,000
CHEHAW PARK 105 CHEHAW PARK ROAD ALBANY,GA 31701	NONE	PC	PUBLIC CHARITY - OPERATING BUDGET	4,000
DEERFIELD WINDSOR 2500 NOTTINGHAM WAY ALBANY,GA 31707	NONE	PC	EDUCATION	2,000
FELLOWSHIP OF CHRISTIAN ATHLETES 8701 LEEDS ROAD KANSAS CTY, MO 64129	NONE	PC	RELIGION	2,000
FIRST UNITED METHODIST CHURCH 307 FLINT AVE ALBANY,GA 31701	NONE	PC	RELIGION	5,000
FISH HOUSE CAMP GROUNDS INC PO BOX 1787 ALBANY,GA 31702	NONE	PC	PUBLIC CHARITY - OPERATING BUDGET	5,000
GEORGE WALTON ACADEMY 1 BULLDOG DRIVE MONROE, GA 30655	NONE	PC	EDUCATION	2,500
GEORGIA EQUINE RESCUE LEAGUE 156 CLARKE AVE SOCIAL CIRCLE, GA 30025	NONE	PC	PUBLIC CHARITY- OPERATING BUDGET	17,000
Total ► 3a				118,500

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
GEORGIA SPECIAL OLYMPICS 4000 DEKALB TECHNOLOGY PARKWAY ATLANTA, GA 30340	NONE	PC	PUBLIC CHARITY - OPERATING BUDGET	4,000
GIRL SCOUTS OF SOUTHWEST GEORGIA INC 515 PINE AVE ALBANY, GA 31701	NONE	PC	PUBLIC CHARITY - OPERATING BUDGET	2,000
GOODWILL INDUSTRIES INTERNATIONAL INC 2015 N SLAPPEY BLVD ALBANY, GA 31701	NONE	PC	PUBLIC CHARITY - OPERATING BUDGET	1,000
GRACEWAY RECOVERY RESIDENCE 412 WEST TIFT AVE ALBANY, GA 31702	NONE	PC	PUBLIC CHARITY - OPERATING BUDGET	1,500
LIBERTY HOUSE 506 PINE AVE ALBANY, GA 31701	NONE	PC	PUBLIC CHARITY - OPERATING BUDGET	2,000
PHOEBE PUTNEY FOUNDATION 410 5TH AVENUE ALBANY, GA 31701	NONE	PC	PUBLIC CHARITY - OPERATING BUDGET	5,000
SALVATION ARMY 304 W 2ND AVE ALBANY, GA 31701	NONE	PC	PUBLIC CHARITY - OPERATING BUDGET	5,000
SOWEGA COUNCIL ON AGING 1105 PALMYRA ROAD ALBANY, GA 31701	NONE	PC	PUBLIC CHARITY - OPERATING BUDGET	3,500
SW GEORGIA BOY SCOUTS OF AMERICA 930 W OGLETHORPE ALBANY, GA 31701	NONE	PC	PUBLIC CHARITY - OPERATING BUDGET	3,000
THE ANCHORAGE 162 HAMPTON LANE LEESBURG, GA 31763	NONE	PC	PUBLIC CHARITY - OPERATING BUDGET	1,500
THEATRE ALBANY 514 PINE ALBANY, GA 31701	NONE	PC	PUBLIC CHARITY - OPERATING BUDGET	1,000
THRONATEESKA HERITAGE FDN 100 ROOSEVELT AVE ALBANY, GA 31701	NONE	PC	PUBLIC CHARITY - OPERATING BUDGET	1,000
UNITED WAY PO BOX 70429 ALBANY, GA 31708	NONE	PC	PUBLIC CHARITY - OPERATING BUDGET	1,000
WOUNDED WARRIOR PROJECT 3343 PEACHTREE ROAD NE M20 ATLANTA, GA 30326	NONE	PC	PUBLIC CHARITY - OPERATING BUDGET	5,000
YMCA ALBANY 1701 GILLIONVILLE ALBANY, GA 31707	NONE	PC	PUBLIC CHARITY - OPERATING BUDGET	5,000
Total ► 3a				118,500

TY 2016 Accounting Fees Schedule

Name: HERBERT AND MARIAN HALEY FOUNDATION
REGIONS TRUST

EIN: 58-6306798

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	2,195	0		2,195

TY 2016 Investments Corporate Bonds Schedule**Name:** HERBERT AND MARIAN HALEY FOUNDATION

REGIONS TRUST

EIN: 58-6306798

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AMERICAN EXPRESS CREDIT CORP	19,312	19,159
AMGEN INC CALLABLE DTD	19,962	18,814
ANHEUSER-BUSCH INBEV FIN DTD	40,300	40,058
APPLE INC DTD 05/03/2013 1%	18,977	18,929
ASTRAZENECA PLC DTD 11/16/2015	19,104	19,034
AT&T INC CALLABLE DTD 05/04/2015	17,082	16,425
AT&T INC DTD 05/13/08 5.6%	18,826	18,906
BANK OF AMERICA CORP DTD	17,251	18,757
BANK OF MONTREAL SERIES: MTN DTD	19,020	18,751
CA INC DTD 11/13/09 5.375%	16,875	17,281
CATERPILLAR INC DTD 12/05/08	19,050	18,975
CHEVRON CORP DID 11/17/2015	29,047	28,984
CISCO SYSTEMS INC CALLABLE DTD	19,023	18,071
CISCO SYSTEMS INC DTD 02/29/2016	19,148	18,957
CITIGROLIP NC DTD 10/26/2015	29,308	29,020
COMCA,ST CORP DTD 06/18/09 5.7%	19,455	19,692
DEUTSCHE BANK AG DTD 02/13/2015	19,921	19,885
FIFTH THIRD BANK CALLABLE DTD	19,165	18,784
FORD MOTOR CREDIT DTD 06/06/2014	39,909	39,970
GENERAL ELECTRIC CAPITAL CORP	18,431	18,854

Name of Bond	End of Year Book Value	End of Year Fair Market Value
GILEAD SCIENCES INC CALLABLE DTD	18,719	18,251
GLAXOSMITHKLINE CAP PLC CALLABLE	29,083	29,043
GOLDMAN SACHS GROUP INC DTD	18,796	18,846
INTEL CORP DTD 09/19/2011 3.3%	18,741	18,705
INTERNATIONAL BUSINESS MACHINES	18,659	18,415
JOHN DEERE CAPITAL CORP SERIES	19,302	19,206
JP MORGAN CHASE & CO DTD	18,230	18,577
KROON CO/THE CALLABLE DTD	18,935	17,652
LOCKHEED MARTIN CORP CALLABLE	19,152	17,993
MARATHON OIL CORP CALLABLE DTD	18,406	19,395
MERRILL LYNCH & CO INC SERIES:	18,847	19,132
MOLSON COORS BREWING CO DTD	18,262	17,771
MORGAN STANLEY DTD 10/23/2014	18,470	18,214
MORGAN STANLEY SERIES: MTN DTD	17,910	18,427
ORACLE CORPORATION DTD 04/09/08	19,077	19,016
PEPSICO INC SERIES: I DTD	19,004	18,987
PRUDENTIAL FINANCIAL DTD	18,904	19,288
ROYAL BANK OF CANADA DTD	40,018	39,946
SHELL INTL FIN DTD 05/10/2016	18,985	18,829
SUNTRUST BKS INC CALLABLE DTD	18,990	19,008

Name of Bond	End of Year Book Value	End of Year Fair Market Value
TARGET CORP CALLABLE 5.375%	19,403	19,260
TEVA PHARMACEUTICALS NE DTD	19,115	17,985
TORONTO-DOMINION BANK SERIES MTN	19,402	19,291
TOYOTA MOTOR CREDIT CORP SERIES	18,769	18,722
UNITED HEALTH GROUP INC DTD	19,055	19,031
VALERO ENERGY CORP CALLABLE DTD	18,793	18,202
VERIZON COMMUNICATIONS DTD	18,031	18,377
WACHOV1A CORP DTD 06/08/07 5.75%	19,169	19,362
WAL MART STORES INC DTD	19,171	18,455
WALGREENS BOOTS ALLIANCE	18,605	18,320
WELLS FARGO & COMPANY DTD	18,530	17,716

TY 2016 Investments Corporate Stock Schedule**Name:** HERBERT AND MARIAN HALEY FOUNDATION

REGIONS TRUST

EIN: 58-6306798

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABAXIS, INC.	8,384	9,604
ABBVIE INC	13,368	14,027
ACTIVISION BLIZZARD INC	4,668	5,525
ADOBE SYSTEMS INC	18,063	18,840
AGILENT TECHNOLOGIES INC	3,282	3,417
AKAMAI TECHNOLOGIES INC	17,597	19,537
ALBEMARLE CORP	3,404	5,337
ALEXION PHARMACEUTICALS INC	17,842	17,129
ALLEGHENY TECHNOLOGIES INC	3,526	2,676
ALPHABET INC CA-CL A	4,126	7,925
ALPHABET INC CA-CL C	13,351	17,752
AMAZON.COM INC	17,420	24,746
AMERICAN TOWER CORPORATION CL A	5,907	6,341
AMERISOURCEBERGEN CORP	3,494	3,597
AMPHENOL CORP CL A	17,493	21,504
ANSYS INC	12,745	13,411
APTARGROUP INC	3,559	3,673
ARTISAN PARTNERS ASSET MGMT	7,723	6,515
ASPEN TECHNOLOGY INC	6,532	9,241
AUTODESK INC	3,156	4,589
BB&T CORP	8,632	11,144
BIO-RAD LABORATORIES INC CL A	1,930	2,552
BLACK KNIGHT FINANCIAL CLASS A	3,356	3,213
BOEING CO	14,074	16,502
BOK FINANCIAL CORPORATION	7,772	9,716
BORG WARNER INC	3,586	2,879
BOSTON PROPERTIES INC	2,423	2,516
C H ROBINSON WORLDWIDE INC	5,409	5,568
CABOT CORP	2,059	1,971
CARDINAL HEALTH INC	5,486	5,542

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CATERPILLAR INC	4,343	5,379
CBRE GROUP INC	4,207	4,692
CDW CORP/DE	9,672	12,502
CHEVRON CORP	13,769	17,067
CHINA BIOLOGIC PRODUCTS INC	4,448	4,086
CIMAREX ENERGY CO	2,889	3,398
CISCO SYSTEMS INC	15,926	17,346
COGNIZANT TECHNOLOGY SOLUTIONS	15,134	15,352
CONOCOPHILLIPS	7,812	9,025
CONTINENTAL. RESOURCES INC OK	3,682	4,536
COPART INC	8,235	10,417
COSTCO WHOLESALE CORP	19,852	22,576
CR BARD INC	2,885	3,595
CSX CORP	3,934	4,851
CUMMINS INC	4,305	4,373
D R HORTON INC	4,063	4,373
DANAHER CORP DEL	17,821	21,172
DARDEN RESTAURANTS INC	2,523	3,418
DAVITA INC	13,483	12,776
DENTS PLY SIRONA INC	3,244	3,348
DEXCOM INC	17,472	12,895
DONALDSON INC	4,291	5,639
DOVER CORP	3,385	3,447
DRIL-QUIP INC	8,211	7,867
EASTMAN CHEMICAL CO	4,366	4,212
EATON VANCE CORP COM NON VTG	3,210	3,518
ECHOSTAR CORPORATION	2,603	2,878
ECOLAB INC	20,023	20,396
ELI LILLY & CO	14,299	13,018
EXELON CORP	6,823	7,382

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EXPONET INC	3,828	5,186
FACEBOOK INC - A	21,296	23,815
FACTSET RESH SYSTEM INC	7,039	7,845
FIDELITY NATIONAL FINANCIAL	5,306	4,958
FLEETCOR TECHNOLOGIES INC	14,542	13,303
FORD MOTOR COMPANY COM PAR \$0.01	8,339	7,460
FORTIVE CORPORATION	13,551	15,553
FOX FACTORY HOLDING CORP	4,441	4,940
GATX CORP	3,488	3,695
GENERAL DYNAMICS CORP	3,569	4,662
GLOBAL PMTS INC	4,125	5,136
GRACO INC	6,546	7,146
HARRIS CORP	8,166	10,554
HEALTHSOUTH CORP	9,449	10,186
HEE INC -CLASS A	5,754	6,201
HELMERICH & PAYNE INC	7,161	8,359
HENRY JACK & ASSOC INC	4,021	5,327
INTERCONTNENTALEXCHANGE	5,034	5,924
INTERNATIONAL BUSINESS MACHINES	10,789	11,785
INTUIT INC	5,285	6,647
INTUITIVE SURGICAL INC	17,403	19,659
J P MORGAN CHASE & CO	8,096	12,167
JOHNSON & JOHNSON	2,912	5,184
KEYCORP	3,256	4,403
KEYSIGHT TECHNOLOGIES INC	3,393	3,584
L BRANDS INC.	5,079	4,740
LABORATORY CORP AMER HLDGS COM	3,293	3,338
LAUDER ESTEE COS INC CL A	18,960	18,052
M&T BK CORP	17,671	23,308
MARKETAXESS HOLDINGS INC	4,701	7,052

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MASCO CORP	3,911	4,585
MATTEL INC	7,902	7,907
MEAD JOHNSON NUTRITION COMPANY	17,365	15,072
MEDNAX, INC MEDNAX	2,893	2,933
METLIFE INC	15,738	17,838
MICROSOFT CORP	12,740	16,094
MORGAN STANLEY GROUP INC	8,427	8,492
MOSAIC CO - WI	11,244	11,879
NEWFIELD EXPL CO	3,124	3,483
NVR INC	4,128	5,007
OCCIDENTAL PETE CORP	22,573	22,224
OLD DOMINION FGHT LINES INC	8,874	9,866
PACKAGING CORP OF AMERICA	11,911	14,674
PAYPAL HOLDINGS INC W/I	16,253	16,459
PEPSICO INC	12,504	12,974
PHILLIPS 66	5,071	5,530
POLARIS INDS INC	5,905	6,426
POOL CORPORATION	2,947	4,382
PRICESMART INC	5,677	5,845
PRIMERICA INC	9,563	12,378
PROCTER & GAMBLE CO	12,876	13,621
PROGRESSIVE CORP OHIO	2,786	3,515
QUALCOMM INC	13,118	14,996
RAYMOND JAMES FINL INC	3,902	4,849
RBC BEARINGS INC.	4,811	6,218
REINSURANCE GROUP OF AMERICA	3,434	4,782
REPUBLIC SVCS INC CL A	16,256	20,424
RLI CORP	3,278	3,914
ROPER TECHNOLOGIES INC	17,631	17,942
SALESFORCE.COM INC	15,460	15,540

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SBA COMMUNICATIONS CORP	15,784	15,902
SC HLUMBERGER LTD	7,649	8,143
SCOTTS MIRACLE-GRO CO	2,649	3,726
SEALED AIR CORP	4,288	4,715
SFIUTTERSTOCK INC.	9,934	11,262
SMITH (A.O.) CORP	6,131	5,919
SNAP ON INC	5,445	7,022
STANLEY BLACK & DECKER INC.	9,291	9,978
STARBUCKS CORP	21,047	24,151
STIFEL FINL CORP	2,999	3,447
SYNCHRONY FINANCIAL	3,790	4,860
SYNOPSYS INC	2,986	3,708
T.IX COS INC	5,136	5,785
TARGET CORP	4,578	5,345
TELEDYNE TECHNOLOGIES INC	8,916	10,947
TEXAS INSTRUMENTS INC	4,827	6,129
TORO CO	2,428	4,588
TOTAL SYS SVCS INC	4,304	4,069
TRIPADVISOR INC. - W/1	18,584	13,633
UNDER ARMOUR INC CLASS A	5,831	4,270
UNDER ARMOUR INC CLASS C-W/1	9,948	7,652
UNION PAC CORP	6,630	7,672
US BANCORP DEL	13,861	17,003
VALERO ENERGY CORP	5,109	6,354
VERIZON COMMUNICATIONS	11,153	13,772
VISA INC - CLASS A SHRS	16,704	25,357
VWR CORP	3,617	3,129
WABCO HOLDINGS INC	10,018	9,978
WABTEC	12,878	14,695
WAL MART STORES INC	13,341	13,548

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WEC ENERGY GROUP INC	2,923	3,226
WOODWARD INC	2,690	3,591
XILINX INC	4,031	4,769
MAINGATE MLP FUND	114,026	119,783
PRLTDENTIAL HIGH YIELD FUND CL Z	222,066	230,369
TEMPLETON GLOBAL BOND FUND ADV	106,220	113,269
AIA GROUP LTD. SP ADR	3,636	3,363
AIRBUS GROUP NV -LTNSP ADR	4,679	5,253
ALIBABA GROUP HOLDING LTD	3,884	4,127
AUTOHOME INC ADR	11,740	9,986
BAIDU, INC. ADR	2,633	2,631
BANCO BILBAO VIZCAYA ARGENTA	3,842	4,109
BANCO LATINO AMERICANO DE COM	2,694	2,826
BAYER A G SPONSORED ADRS ONE ADR	5,992	5,751
BP PLC SPONSORED ADR ONE ADR	19,173	20,634
BRITISH AMERN TOB PLC SPONSORED	3,712	3,831
CANADIAN NATIONAL RAILWAY	5,824	5,999
CIIBBB LIMITED	9,114	10,041
CONTINENTAL AG SPONSORED ADR	4,623	4,456
CORE LABORATORIES N V	3,974	4,441
CREDICORP LTD TIRES & RUBBER	2,337	2,368
CRH PLC SPONSORED ADR ONE ADR	5,219	5,810
CSL LIMITED -SPONSORED ADR	5,124	4,508
DANSKE BANK A/S - SPON ADR	3,677	3,981
DR REDDYS LABS LTD	3,682	3,622
EAST JAPAN RAILWAY CO - ADR	3,282	3,219
EATON CORP PLC ISIN:	6,499	7,917
ELBIT SYSTEMS LTD	4,261	4,381
EXPERIAN GROUP LTD - SPON ADR	5,256	5,660
FANUC CORPORATION	4,424	4,196

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GENPACT LIMITED	11,098	12,973
GRUPO FINANCIERO BANORTE -SPON	4,414	4,138
HANG LUNG PROPERTIES - SP ADR	2,662	2,502
HENKEL KGAA- SPONS ADR PFD	4,103	4,420
HONDA MOTOR CO LTD SPONS ADR	4,106	4,262
HOYA CORP	7,600	8,337
ICICI BANK LIMITED	5,348	5,333
INFOSYS LIMITED SPON ADR 1/4	5,707	5,472
INIXP SEMICONDUCTORS NV	17,926	19,602
INVESCO LTD	6,818	6,948
ITAUUNIBANCO HOLDING, S.A - ADR	6,852	6,682
JAPAN TOBACCO INC UNSPONSORED	3,089	3,312
KOC HOLDING AS UNSPON ADR	3,690	3,335
KONINKLIJKE PHILIPS N, V. SP ADR	13,448	14,154
KONINLIJKE F)SM NV SPONSORED ONE	3,383	3,380
KOREA ELECTRIC POWER CORP	4,208	3,955
L.G. DISPLAY COMPANY LTD ADR	5,686	5,590
LINDE AG - SPONSORED ADR	3,698	3,688
LUKOEL PJSC-SPON ADR	3,523	3,616
LVMH MOET HENNESSY LOUIS VUITTON	5,200	6,008
LYONDELLBASELL INDUSTRIES - CL A	11,344	11,838
MICHELIN (CGDE) -UNSPON ADR	3,746	4,259
MUENCI1ENER RUECK - UNSPON ADR	7,113	7,731
NETEASE, INC. ADR	3,200	3,876
NISSAN MOTOR CO LTD SPONSORED	4,553	5,120
NOML1RAHLDGS INC ADR ONE ADR	4,714	5,481
NORDEA BANK SPONSORED ADR	4,266	4,483
PANDORA A/S - ADR	7,100	9,437
PING AN INSURANCE ADR	3,676	3,693
POTASH CORP OF SASKATCHEWAN	5,374	5,445

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PT ASTRA INTERNATIONAL TBK -UNSP	4,738	4,754
RAKUTEN INC ADR	4,288	3,575
RELX NV - SPON ADR	6,727	6,888
RENAISSANCE RE HLDGS LTD	2,872	3,678
ROCHE HOLDINGS LTD SPONSORED ADR	4,225	3,776
ROYAL BANK OF CANADA	5,055	5,620
ROYAL DUTCH SHELL PLC-ADR	11,363	12,399
RYOHIN KEIKAKU CO LTD UNSP ADR	4,648	4,400
SAFRAN SA -UNSPN ADR	4,053	4,204
SAMPO OYJ - A SHS-UNSP ADR	4,290	4,200
SHIRE PLC SPONSORED ADR ONE ADR	2,867	2,556
SMITH & NEPHEW P L C	4,827	4,723
SODEXHO -SPONSORED ADR	4,542	5,114
SOFTBANK GROUP CORPORATION -	3,987	5,026
SUNCOR ENERGY INC	4,215	4,217
TAIWAN SEMICONDUCTOR MFG LTD	6,331	7,475
TATA MOTORS LTD SPONSPORED ADR 1	4,481	4,402
TDK CORP ONE ADR REPRESENTS 1	3,021	3,378
TE CONNECTIVITY LTD SEDOL	9,075	10,392
TECHTRONIC INDUSTRIES COMPANY	3,904	4,733
TELEKOMUNIKASI INDONESIA PT	5,315	5,132
TENCENT HOLDINGS LTD UNSPONSOR	3,152	3,866
TOKIO MARINE HOLDINGS - ADR	4,237	4,441
TOTAL S A SPONSORED ADR ONE ADR	3,631	3,874
UNILEVER NVNY SHS NEW ONE NY	4,345	4,434
BARON EMERGING MARKETS INST	236,030	227,254
BHP BILLITON LTD SPONSORED ADR	8,958	9,195
ING GROEP N V SPONSORED ADR	3,091	3,666

TY 2016 Investments Government Obligations Schedule

Name: HERBERT AND MARIAN HALEY FOUNDATION
REGIONS TRUST

EIN: 58-6306798

**US Government Securities - End
of Year Book Value:**

874,928

**US Government Securities - End
of Year Fair Market Value:**

857,887

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2016 Other Assets Schedule

Name: HERBERT AND MARIAN HALEY FOUNDATION
REGIONS TRUST

EIN: 58-6306798

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DIVIDENDS RECEIVABLE	2,276	2,681	2,681

TY 2016 Other Expenses Schedule

Name: HERBERT AND MARIAN HALEY FOUNDATION
REGIONS TRUST

EIN: 58-6306798

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER EXPENSES	281	281		0
INVESTMENT MANAGEMENT FEES	8,969	8,969		0

**TY 2016 Substantial Contributors
Schedule**

Name: HERBERT AND MARIAN HALEY FOUNDATION
REGIONS TRUST

EIN: 58-6306798

Name	Address
ESTATE OF MARIAN PEACOCK HALEY	2813 OLD DAWSON ROAD ALBANY, GA 31707

TY 2016 Taxes Schedule

Name: HERBERT AND MARIAN HALEY FOUNDATION
REGIONS TRUST

EIN: 58-6306798

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	1,493	1,493		0

Schedule B (Form 990, 990-EZ, or 990-PF) <small>Department of the Treasury Internal Revenue Service</small>	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <u>www.irs.gov/form990</u>.	OMB No 1545-0047 2016
	Name of the organization HERBERT AND MARIAN HALEY FOUNDATION REGIONS TRUST	Employer identification number 58-6306798

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization HERBERT AND MARIAN HALEY FOUNDATION REGIONS TRUST	Employer identification number 58-6306798
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ESTATE OF MARIAN PEACOCK HALEY 2813 OLD DAWSON ROAD ALBANY, GA 31707	 \$ 2,450,000 	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$ 	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$ 	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$ 	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$ 	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$ 	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-	 	 \$ 	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Employer identification number

58-6306798

Part II	Noncash Property
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Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization HERBERT AND MARIAN HALEY FOUNDATION REGIONS TRUST	Employer identification number 58-6306798
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Part III	Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____ Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	