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 separate instructions is at *www.irs.gov/form990pf*

OMB No. 1545-0052

**2016**

**Open to Public Inspection**

**For calendar year 2016 or tax year beginning , 2016, and ending , 20**

Name of foundation: LOUIS R. DRAUGHON FOUNDATION 2055002457

Number and street (or P O box number if mail is not delivered to street address): REGIONS BANK TRUST DEPT, PO BOX 2886

Room/suite:

City or town, state or province, country, and ZIP or foreign postal code: MOBILE, AL 36652-2886

**A** Employer identification number: 62-1147685

**B** Telephone number (see instructions): 251-690-1024

**C** If exemption application is pending, check here ▶ ☐

**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 ▶ ☐

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

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

**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)* ▶ $ 6,071,020.

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

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

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

| | | | (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 | Check ▶ ☒ if the foundation is **not** required to attach Sch B | | | | |
| | 3 | Interest on savings and temporary cash investments | 22. | 22. | | STMT 1 |
| | 4 | Dividends and interest from securities | 133,043. | 123,677. | | STMT 2 |
| | 5a | Gross rents | 128,229. | 128,229. | | |
| | b | Net rental income or (loss) 67,018. | | | | |
| | 6a | Net gain or (loss) from sale of assets not on line 10 | 67,913. | | | |
| | b | Gross sales price for all assets on line 6a 6,298,650. | | | | |
| | 7 | Capital gain net income (from Part IV, line 2) | | 67,913. | | |
| | 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) | 14,716. | 4,529. | | STMT 3 |
| | 12 | **Total.** Add lines 1 through 11 | 343,923. | 324,370. | | |
| Operating and Administrative Expenses | 13 | Compensation of officers, directors, trustees, etc | 6,000. | NONE | | 6,000. |
| | 14 | Other employee salaries and wages | | NONE | NONE | |
| | 15 | Pension plans, employee benefits | | NONE | NONE | |
| | 16a | Legal fees (attach schedule) STMT 4 | 1,359. | NONE | NONE | 1,359. |
| | b | Accounting fees (attach schedule) STMT 5 | 1,400. | NONE | NONE | 1,400. |
| | c | Other professional fees (attach schedule) STMT 6 | 63,173. | 63,173. | | |
| | 17 | Interest | | | | |
| | 18 | Taxes (attach schedule) (see instructions) STMT 7 | 3,205. | 2,955. | | 250. |
| | 19 | Depreciation (attach schedule) and depletion | 1,244. | NONE | | |
| | 20 | Occupancy | | | | |
| | 21 | Travel, conferences, and meetings | | NONE | NONE | |
| | 22 | Printing and publications | | NONE | NONE | |
| | 23 | Other expenses (attach schedule) STMT 8 | 60,650. | 60,650. | | |
| | 24 | **Total operating and administrative expenses.** Add lines 13 through 23 | 137,031. | 126,778. | NONE | 9,009. |
| | 25 | Contributions, gifts, grants paid | 330,090. | | | 330,090. |
| | 26 | **Total expenses and disbursements** Add lines 24 and 25 | 467,121. | 126,778. | NONE | 339,099. |
| | 27 | Subtract line 26 from line 12. | | | | |
| | a | **Excess of revenue over expenses and disbursements** | -123,198. | | | |
| | b | **Net investment income** (if negative, enter -0-) | | 197,592. | | |
| | c | **Adjusted net income** (if negative, enter -0-) | | | | |

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## Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)

| | | | Beginning of year | End of year | |
|---|---|---|---|---|---|
| | | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 | Cash - non-interest-bearing | | NONE | |
| | 2 | Savings and temporary cash investments | 95,467. | 280,232. | 280,232. |
| | 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 ▶ NONE | | | |
| | 8 | Inventories for sale or use | | | |
| | 9 | Prepaid expenses and deferred charges | | | |
| | 10a | Investments - U S and state government obligations (attach schedule) STMT 9 | 401,455. | 116,064. | 109,334. |
| | b | Investments - corporate stock (attach schedule) STMT 10 | 2,107,522. | 3,439,510. | 3,698,780. |
| | c | Investments - corporate bonds (attach schedule) STMT 21 | 1,972,075. | 630,742. | 635,706. |
| | 11 | Investments - land, buildings, and equipment basis ▶ 125,921. | | | |
| | | Less accumulated depreciation (attach schedule) ▶ 18,778. | 108,387. | 107,143. | 820,500. |
| | 12 | Investments - mortgage loans | | | |
| | 13 | Investments - other (attach schedule) STMT 23 | 356,788. | 341,339. | 526,468. |
| | 14 | Land, buildings, and equipment basis ▶ | | | |
| | | Less accumulated depreciation (attach schedule) ▶ | | | |
| | 15 | Other assets (describe ▶ ) | | | |
| | 16 | **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I) | 5,041,694. | 4,915,030. | 6,071,020. |
| 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) | | NONE | |
| Net Assets or Fund Balances | | **Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.** | | | |
| | 24 | Unrestricted | | | |
| | 25 | Temporarily restricted | | | |
| | 26 | Permanently restricted | | | |
| | | **Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.** ▶ ☒ | | | |
| | 27 | Capital stock, trust principal, or current funds | 5,041,694. | 4,915,030. | |
| | 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) | 5,041,694. | 4,915,030. | |
| | 31 | **Total liabilities and net assets/fund balances** (see instructions) | 5,041,694. | 4,915,030. | |

## 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 | 5,041,694. |
| 2 | Enter amount from Part I, line 27a | 2 | -123,198. |
| 3 | Other increases not included in line 2 (itemize) ▶ TIMING DIFFERENCE | 3 | 5,979. |
| 4 | Add lines 1, 2, and 3 | 4 | 4,924,475. |
| 5 | Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 24 | 5 | 9,445. |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 4,915,030. |

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## 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 | | | |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |

| | **(e)** Gross sales price | **(f)** Depreciation allowed (or allowable) | **(g)** Cost or other basis plus expense of sale | **(h)** Gain or (loss) (e) plus (f) minus (g) |
|---|---|---|---|---|
| a | 6,298,650. | | 6,230,737. | 67,913. |
| b | | | | |
| c | | | | |
| 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 | | | | 67,913. |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } **2** 67,913.

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 the instructions before making any entries.

| **(a)** Base period years Calendar year (or tax year beginning in) | **(b)** Adjusted qualifying distributions | **(c)** Net value of noncharitable-use assets | **(d)** Distribution ratio (col. (b) divided by col (c)) |
|---|---|---|---|
| 2015 | 322,520. | 6,350,678. | 0.050785 |
| 2014 | 361,350. | 6,441,059. | 0.056101 |
| 2013 | 423,378. | 6,428,883. | 0.065856 |
| 2012 | 409,825. | 6,338,092. | 0.064661 |
| 2011 | 397,980. | 6,570,489. | 0.060571 |

| | | | |
|---|---|---|---|
| 2 | **Total** of line 1, column (d) . . . . . . . . . . . . . . . . . . . . . . . . . . . . | 2 | 0.297974 |
| 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 | 0.059595 |
| 4 | Enter the net value of noncharitable-use assets for 2016 from Part X, line 5 . . . . . . . . . | 4 | 6,098,964. |
| 5 | Multiply line 4 by line 3. . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . | 5 | 363,468. |
| 6 | Enter 1% of net investment income (1% of Part I, line 27b) . . . . . . . . . . . . . . . . | 6 | 1,976. |
| 7 | Add lines 5 and 6 . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . | 7 | 365,444. |
| 8 | Enter qualifying distributions from Part XII, line 4 . . . . . . . . . . . . . . . . . . . . | 8 | 339,099. |

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 . . .<br>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 | 3,952. |
| **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 | |
| 3 | Add lines 1 and 2 . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . | | | 3 | 3,952. |
| 4 | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . | | | 4 | NONE |
| 5 | **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0- . . . . . . . . . . . . | | | 5 | 3,952. |
| 6 | Credits/Payments: | | | | |
| a | 2016 estimated tax payments and 2015 overpayment credited to 2016 . . . . | 6a | 1,612. | | |
| b | Exempt foreign organizations - tax withheld at source . . . . . . . . . . . . | 6b | NONE | | |
| c | Tax paid with application for extension of time to file (Form 8868) . . . . . . . | 6c | 838. | | |
| d | Backup withholding erroneously withheld . . . . . . . . . . . . | 6d | | | |
| 7 | Total credits and payments Add lines 6a through 6d . . . . . . . . . . . . . . . . . . . . . . | | | 7 | 2,450. |
| 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 | 1,502. |
| 10 | **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** . . . . . . . . . . ▶ | | | 10 | |
| 11 | Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶ NONE **Refunded** ▶ | | | 11 | |

## 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 | | X |
| **b** | Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . | 1b | | X |
| | *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 | | X |
| **d** | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year.<br>(1) On the foundation. ▶ $ ____________ (2) On foundation managers. ▶ $ ____________ | | | |
| **e** | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____________ | | | |
| **2** | Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . . . . . . . . . . . .<br>*If "Yes," attach a detailed description of the activities.* | 2 | | X |
| **3** | Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes* . . . . . . . . . . . . | 3 | | X |
| **4a** | Did the foundation have unrelated business gross income of $1,000 or more during the year? . . . . . . . . . . . . . . . . | 4a | | X |
| **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? . . . . . . . . . . . . . . . . . .<br>*If "Yes," attach the statement required by General Instruction T.* | 5 | | X |
| **6** | Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:<br>● By language in the governing instrument, or<br>● 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 | X | |
| **7** | Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV* | 7 | X | |
| **8a** | Enter the states to which the foundation reports or with which it is registered (see instructions) ▶<br>TN | | | |
| **b** | If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation* . . . . . . . . . . . . . . . . | 8b | X | |
| **9** | Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV* . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . | 9 | | X |
| **10** | Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . | 10 | | X |

## Part VII-A Statements Regarding Activities *(continued)*

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

Website address ▶ N/A

14 The books are in care of ▶ SEE STATEMENT 25 Telephone no. ▶

Located at ▶ ZIP+4 ▶

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 | | X |
| | See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶ | | | |

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

| | **File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.** | | Yes | No |
|---|---|---|---|---|
| 1a | During the year did the foundation (either directly or indirectly): | | | |
| | **(1)** Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No | | | |
| | **(2)** Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No | | | |
| | **(3)** Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No | | | |
| | **(4)** Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No | | | |
| | **(5)** Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No | | | |
| | **(6)** Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No | | | |
| b | If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? | 1b | | X |
| | 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 | | X |
| 2 | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): | | | |
| a | At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No<br>If "Yes," list the years ▶ , , , | | | |
| b | Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions ) | 2b | | X |
| c | If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here<br>▶ , , , | | | |
| 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 | | X |
| b | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016? | 4b | | X |

## 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** | Yes: | No: X

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? . . . STMT. 26 ☐ 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** | Yes: | No: X

*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 |
|---|---|---|---|---|
| JAMES E WILLHITE<br>116 PLEASANT HILL DR, SPRINGFIELD, TN 37075 | PRES/DIR<br>1 | 1,500. | -0- | -0- |
| DR JOE JACKSON<br>125 N. COUNTRY CLUB DR, HENDERSONVILLE, TN 37237 | COMMITTEE MEMBER<br>1 | 1,500. | -0- | -0- |
| JEROME ELLIS<br>113 BLACK PATCH DRIVE, SPRINGFIELD, TN 37172 | DIRECTOR<br>1 | 1,500. | -0- | -0- |
| SUSAN D OWENS<br>4115 LAHR ROAD, SPRINGFIELD, TN 37172 | COMMITTEE MEMBER<br>1 | 1,500. | -0- | -0- |

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

| (a) Name and address of each employee paid more than $50,000 | (b) Title, and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---|---|---|---|---|
| NONE | | -0- | -0- | -0- |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

**Total** number of other employees paid over $50,000 ▶ NONE

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

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

| (a) Name and address of each person paid more than $50,000 | (b) Type of service | (c) Compensation |
|---|---|---|
| REGIONS BANK<br>315 DEADERICK STREET, NASHVILLE, TN | INVESTMENT MANAGEMEN | 63,173. |
| | | |
| | | |
| | | |
| | | |
| **Total** number of others receiving over $50,000 for professional services . . . . . . ▶ | | NONE |

## 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 NONE | |
| 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 NONE | |
| 2 | |
| All other program-related investments See instructions<br>3 NONE | |
| **Total.** Add lines 1 through 3 . . . . . . ▶ | |

## 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 | 6,191,842. |
| b | Average of monthly cash balances | 1b | NONE |
| c | Fair market value of all other assets (see instructions) | 1c | NONE |
| d | **Total** (add lines 1a, b, and c) | 1d | 6,191,842. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e | | |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | NONE |
| 3 | Subtract line 2 from line 1d | 3 | 6,191,842. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 92,878. |
| 5 | **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 6,098,964. |
| 6 | **Minimum investment return.** Enter 5% of line 5 | 6 | 304,948. |

## 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 | 304,948. |
| 2a | Tax on investment income for 2016 from Part VI, line 5 | 2a | 3,952. | | |
| b | Income tax for 2016. (This does not include the tax from Part VI.) | 2b | | | |
| c | Add lines 2a and 2b | | | 2c | 3,952. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | | | 3 | 300,996. |
| 4 | Recoveries of amounts treated as qualifying distributions | | | 4 | NONE |
| 5 | Add lines 3 and 4 | | | 5 | 300,996. |
| 6 | Deduction from distributable amount (see instructions) | | | 6 | NONE |
| 7 | **Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | | | 7 | 300,996. |

## 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 | 339,099. |
| b | Program-related investments - total from Part IX-B | 1b | |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | NONE |
| 3 | Amounts set aside for specific charitable projects that satisfy the: | | |
| a | Suitability test (prior IRS approval required) | 3a | NONE |
| b | Cash distribution test (attach the required schedule) | 3b | NONE |
| 4 | **Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 339,099. |
| 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 | N/A |
| 6 | **Adjusted qualifying distributions.** Subtract line 5 from line 4 | 6 | 339,099. |

**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)<br>Corpus | (b)<br>Years prior to 2015 | (c)<br>2015 | (d)<br>2016 |
|---|---|---|---|---|---|
| 1 Distributable amount for 2016 from Part XI, line 7 | | | | | 300,996. |
| 2 Undistributed income, if any, as of the end of 2016 | | | | | |
| a Enter amount for 2015 only | | | | NONE | |
| b Total for prior years 20 14 ,20 ,20 | | | NONE | | |
| 3 Excess distributions carryover, if any, to 2016: | | | | | |
| a From 2011 | 77,625. | | | | |
| b From 2012 | 95,976. | | | | |
| c From 2013 | 118,188. | | | | |
| d From 2014 | 41,559. | | | | |
| e From 2015 | 6,597. | | | | |
| f **Total** of lines 3a through e | | 339,945. | | | |
| 4 Qualifying distributions for 2016 from Part XII, line 4: ▶ $ 339,099. | | | | | |
| a Applied to 2015, but not more than line 2a | | | | NONE | |
| b Applied to undistributed income of prior years (Election required - see instructions) | | | NONE | | |
| c Treated as distributions out of corpus (Election required - see instructions) | | NONE | | | |
| d Applied to 2016 distributable amount | | | | | 300,996. |
| e Remaining amount distributed out of corpus | | 38,103. | | | |
| 5 Excess distributions carryover applied to 2016 *(If an amount appears in column (d), the same amount must be shown in column (a).)* | | NONE | | | NONE |
| 6 **Enter the net total of each column as indicated below:** | | | | | |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 | | 378,048. | | | |
| b Prior years' undistributed income Subtract line 4b from line 2b | | | NONE | | |
| 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 | | | NONE | | |
| d Subtract line 6c from line 6b Taxable amount - see instructions | | | NONE | | |
| e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instructions | | | | NONE | |
| f Undistributed income for 2016. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017 | | | | | NONE |
| 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) | | NONE | | | |
| 8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) | | 77,625. | | | |
| 9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a | | 300,423. | | | |
| 10 Analysis of line 9: | | | | | |
| a Excess from 2012 | 95,976. | | | | |
| b Excess from 2013 | 118,188. | | | | |
| c Excess from 2014 | 41,559. | | | | |
| d Excess from 2015 | 6,597. | | | | |
| e Excess from 2016 | 38,103. | | | | |

## Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

| | Tax year | Prior 3 years | | | |
|---|---|---|---|---|---|
| | (a) 2016 | (b) 2015 | (c) 2014 | (d) 2013 | (e) Total |
| 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<br>a "Assets" alternative test - enter<br>(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<br>(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . . . | | | | | |
| (2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii) . . . . . . | | | | | |
| (3) Largest amount of support from an exempt organization . . . . . . | | | | | |
| (4) Gross investment income . | | | | | |

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

1 **Information Regarding Foundation Managers:**

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

N/A

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

NONE

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

**Part XV** **Supplementary Information** *(continued)*

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

| Recipient<br>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 STATEMENT 36 | | | | 330,090. |
| **Total** . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . ▶ **3a** | | | | 330,090. |
| **b** *Approved for future payment* | | | | |
| **Total** . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . ▶ **3b** | | | | |

## 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 | 22. | |
| 4 Dividends and interest from securities | | | 14 | 133,043. | |
| 5 Net rental income or (loss) from real estate. | | | | | |
| a Debt-financed property | | | | | |
| b Not debt-financed property | | | 16 | 67,018. | |
| 6 Net rental income or (loss) from personal property | | | | | |
| 7 Other investment income | | | | | |
| 8 Gain or (loss) from sales of assets other than inventory | | | 18 | 67,913. | |
| 9 Net income or (loss) from special events | | | | | |
| 10 Gross profit or (loss) from sales of inventory | | | | | |
| 11 Other revenue: a | | | | | |
| b FEDERAL TAX REFUND | | | 1 | 10,187. | |
| c ORDINARY INCOME PA | | | 1 | 4,529. | |
| d | | | | | |
| e | | | | | |
| 12 Subtotal. Add columns (b), (d), and (e) | | | | 282,712. | |

**13 Total.** Add line 12, columns (b), (d), and (e) . . . . . . . . . . 13 282,712.

(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.) |
|---|---|
| | NOT APPLICABLE |

## 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) | X | |
| | (2) Other assets | 1a(2) | | X |
| b | Other transactions: | | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| | (4) Reimbursement arrangements | 1b(4) | | X |
| | (5) Loans or loan guarantees | 1b(5) | | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |

**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 |
|---|---|---|---|
| 1a(1) | 3,000. | SPRINGFIELD LIONS CLUB | CASH |

**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

▶ Signature of officer or trustee | Date | ▶ Title

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

**Paid Preparer Use Only**

| Print/Type preparer's name | Preparer's signature | Date | Check ☒ if self-employed | PTIN |
|---|---|---|---|---|
| SHAWN P. HANLON | CPA | 10/31/2017 | | P00965923 |

Firm's name ▶ PRICEWATERHOUSECOOPERS LLP | Firm's EIN ▶ 13-4008324

Firm's address ▶ 600 GRANT STREET
PITTSBURGH, PA 15219 | Phone no 412-355-6000

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## FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

| DESCRIPTION |  | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|---|
| FROM PASSTHROUGH ACTIVITY |  | 22. | 22. |
|  | TOTAL | 22. | 22. |

## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|
| USGI REPORTED AS NONQUALIFIED DIVIDENDS | 224. | 224. |
| FOREIGN DIVIDENDS | 19,782. | 19,782. |
| NONDIVIDEND DISTRIBUTIONS | 9,366. | |
| DOMESTIC DIVIDENDS | 31,270. | 31,270. |
| OTHER INTEREST | 173. | 173. |
| CORPORATE INTEREST | 47,387. | 47,387. |
| U.S. GOVERNMENT INTEREST(FEDERAL TAXABLE | 8,164. | 8,164. |
| NONQUALIFIED FOREIGN DIVIDENDS | 4,443. | 4,443. |
| NONQUALIFIED DOMESTIC DIVIDENDS | 12,234. | 12,234. |
| TOTAL | 133,043. | 123,677. |

## FORM 990PF, PART I - OTHER INCOME

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|
| ORDINARY INCOME - PASSTHROUGH ACTIVITY | 4,529. | 4,529. |
| FEDERAL TAX REFUND | 10,187. | |
| TOTALS | 14,716. | 4,529. |

## FORM 990PF, PART I - LEGAL FEES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | ADJUSTED NET INCOME | CHARITABLE PURPOSES |
|---|---|---|---|---|
| LEGAL FEES - PRINCIPAL (ALLOCA | 1,359. | | | 1,359. |
| TOTALS | 1,359. | NONE | NONE | 1,359. |

## FORM 990PF, PART I - ACCOUNTING FEES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | ADJUSTED NET INCOME | CHARITABLE PURPOSES |
|---|---|---|---|---|
| TAX PREPARATION FEE (NON-ALLOC | 1,400. | | | 1,400. |
| TOTALS | 1,400. | NONE | NONE | 1,400. |

## FORM 990PF, PART I - OTHER PROFESSIONAL FEES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|
| INVESTMENT MGMT FEES-SUBJECT T | 63,173. | 63,173. |
| TOTALS | 63,173. | 63,173. |

## FORM 990PF, PART I - TAXES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | CHARITABLE PURPOSES |
|---|---|---|---|
| FOREIGN TAXES | 2,955. | 2,955. | |
| TN AG FEES | 250. | | 250. |
| TOTALS | 3,205. | 2,955. | 250. |

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## FORM 990PF, PART I - OTHER EXPENSES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|
| RENT AND ROYALTY EXPENSES | 59,967. | 59,967. |
| OTHER NONALLOCABLE EXPENSES - | 683. | 683. |
| TOTALS | 60,650. | 60,650. |

## FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| "UNITED STATES TREASURY DTD | 34,299. | 31,875. |
| "UNITED STATES TREASURY DTD | 70,013. | 66,208. |
| "UNITED STATES TREASURY DTD | 11,752. | 11,251. |
| TOTALS | 116,064. | 109,334. |

## FORM 990PF, PART II - CORPORATE STOCK

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| ABAXIS, INC. | 9,174. | 10,765. |
| ABBVIE INC | 14,145. | 15,091. |
| ACTIVISION BLIZZARD INC | 3,821. | 6,355. |
| ADOBE SYSTEMS INC | 18,409. | 19,869. |
| AGILENT TECHNOLOGIES INC | 3,245. | 3,645. |
| AIA GROUP LTD. SP ADR | 3,933. | 3,905. |
| AIRBUS SE -UNSP ADR | 5,637. | 6,114. |
| AKAMAI TECHNOLOGIES INC | 18,811. | 20,938. |
| ALBEMARLE CORP | 3,613. | 6,112. |
| ALEXION PHARMACEUTICALS INC | 19,675. | 18,597. |
| "ALIBABA GROUP HOLDING LTD | 4,097. | 4,654. |
| ALLEGHENY TECHNOLOGIES INC | 4,236. | 2,995. |
| ALPHABET INC CA-CL A | 5,451. | 8,717. |
| ALPHABET INC CA-CL C | 15,828. | 18,524. |
| AMAZON.COM INC | 19,184. | 26,245. |
| AMERICAN TOWER CORPORATION CL | 5,756. | 7,186. |
| AMERISOURCEBERGEN CORP | 3,516. | 4,066. |
| AMPHENOL CORP CL A | 16,125. | 22,579. |
| ANSYS INC | 13,115. | 15,076. |
| APTARGROUP INC | 4,190. | 4,260. |
| "AQR MANAGED FUTURES STRATEGY | 143,559. | 137,919. |
| ARTISAN PARTNERS ASSET MGMT | 8,305. | 7,229. |
| ASPEN TECHNOLOGY INC | 6,464. | 9,678. |
| AUTODESK INC | 2,917. | 5,255. |
| AUTOHOME INC ADR | 13,267. | 11,604. |
| BAIDU, INC. ADR | 2,801. | 2,795. |
| "BANCO BILBAO VIZCAYA ARGENTA | 4,469. | 4,854. |
| BANCO LATINO AMERICANO DE COM | 2,791. | 3,209. |
| "BAYER A G SPONSORED ADRS ONE | 7,018. | 6,587. |

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FORM 990PF, PART II - CORPORATE STOCK

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| BB&T CORP | 8,135. | 12,131. |
| "BHP BILLITON LTD SPONSORED AD | 9,192. | 9,768. |
| BIO-RAD LABORATORIES INC CL A | 2,171. | 3,099. |
| BLACK KNIGHT FINANCIAL CLASS A | 4,184. | 4,007. |
| BOEING CO | 14,061. | 17,903. |
| BOK FINANCIAL CORPORATION | 5,995. | 10,048. |
| BORG WARNER INC | 3,909. | 3,392. |
| BOSTON PROPERTIES INC | 2,705. | 3,145. |
| "BP PLC SPONSORED ADR ONE ADR | 18,056. | 21,942. |
| "BRITISH AMERN TOB PLC SPONSOR | 4,393. | 4,281. |
| C H ROBINSON WORLDWIDE INC | 6,454. | 6,300. |
| CABOT CORP | 2,008. | 2,224. |
| CALAMOS MARKET NEU INC FD-I | 99,583. | 98,825. |
| CANADIAN NATIONAL RAILWAY | 5,926. | 6,268. |
| CARDINAL HEALTH INC | 6,132. | 6,189. |
| CATERPILLAR INC | 4,004. | 6,121. |
| CBRE GROUP INC | 4,193. | 5,353. |
| CDW CORP/DE | 10,306. | 13,127. |
| CHEVRON CORP | 13,246. | 18,126. |
| CHINA BIOLOGIC PRODUCTS INC | 5,113. | 4,731. |
| CHUBB LIMITED | 9,253. | 10,437. |
| CIMAREX ENERGY CO | 2,987. | 3,941. |
| CISCO SYSTEMS INC | 14,103. | 18,253. |
| "COGNIZANT TECHNOLOGY SOLUTION | 13,647. | 15,352. |
| CONOCOPHILLIPS | 8,020. | 9,677. |
| CONTINENTAL AG SPONSORED ADR | 5,570. | 5,154. |
| CONTINENTAL RESOURCES INC OK | 3,275. | 5,154. |
| COPART INC | 7,402. | 10,916. |
| CORE LABORATORIES N V | 4,628. | 5,162. |

LOUIS R. DRAUGHON FOUNDATION 2055002457 62-1147685

FORM 990PF, PART II - CORPORATE STOCK
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| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| COSTCO WHOLESALE CORP | 20,090. | 23,216. |
| CR BARD INC | 3,044. | 4,493. |
| "CREDICORP LTD TIRES & RUBBER | 2,649. | 2,684. |
| "CRH PLC SPONSORED ADR ONE ADR | 6,069. | 6,704. |
| CSL LIMITED -SPONSORED ADR | 5,778. | 5,053. |
| CSX CORP | 3,998. | 5,533. |
| CUMMINS INC | 3,259. | 5,057. |
| DANAHER CORP DEL | 18,990. | 22,418. |
| DANSKE BANK A/S - SPON ADR | 4,208. | 4,573. |
| DARDEN RESTAURANTS INC | 2,740. | 3,927. |
| DAVITA INC | 13,754. | 13,675. |
| DENTSPLY SIRONA INC | 3,596. | 3,810. |
| DEXCOM INC | 18,544. | 13,671. |
| DONALDSON INC | 4,003. | 6,270. |
| DOVER CORP | 3,992. | 3,971. |
| DR REDDYS LABS LTD | 4,234. | 4,166. |
| DRIEHAUS ACTIVE INCOME FUND | 97,812. | 99,474. |
| DRIL-QUIP INC | 8,262. | 8,167. |
| EAST JAPAN RAILWAY CO - ADR | 3,800. | 3,623. |
| EASTMAN CHEMICAL CO | 4,871. | 4,813. |
| "EATON CORP PLC ISIN: | 6,408. | 8,923. |
| EATON VANCE CORP COM NON VTG | 3,774. | 4,020. |
| ECHOSTAR CORPORATION | 2,857. | 3,289. |
| ECOLAB INC | 21,266. | 22,389. |
| ELBIT SYSTEMS LTD | 4,864. | 4,993. |
| ELI LILLY & CO | 14,070. | 12,945. |
| EXELON CORP | 5,907. | 7,595. |
| EXPERIAN GROUP LTD - SPON ADR | 5,832. | 6,340. |
| EXPONET INC | 4,642. | 5,729. |

## FORM 990PF, PART II - CORPORATE STOCK

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| FACEBOOK INC - A | 21,368. | 25,196. |
| FACTSET RESH SYSTEM INC | 8,429. | 8,662. |
| FANUC CORPORATION | 5,122. | 4,859. |
| "FEDERAL NATIONAL MORTGAGE AS | 12,830. | 12,896. |
| "FEDERAL HOME LOAN MORTGAGE CO | 8,005. | 7,852. |
| "FEDERAL HOME LOAN MORTGAGE CO | 4,091. | 4,128. |
| "FEDERAL HOME LOAN MORTGAGE CO | 4,761. | 4,805. |
| "FEDERAL HOME LOAN MORTGAGE CO | 2,990. | 2,965. |
| "FEDERAL HOME LOAN MORTGAGE CO | 2,052. | 2,010. |
| "FEDERAL HOME LOAN MORTGAGE CO | 26,824. | 26,073. |
| "FEDERAL HOME LOAN MORTGAGE CO | 14,501. | 14,143. |
| "FEDERAL HOME LOAN MORTGAGE CO | 5,007. | 4,897. |
| "FEDERAL HOME LOAN MORTGAGE CO | 3,332. | 3,302. |
| "FEDERAL HOME LOAN MORTGAGE CO | 3,804. | 3,742. |
| "FEDERAL HOME LOAN MORTGAGE CO | 30,098. | 29,715. |
| "FEDERAL HOME LOAN MORTGAGE CO | 1,795. | 1,761. |
| "FEDERAL HOME LOAN MORTGAGE CO | 2,430. | 2,410. |
| "FEDERAL HOME LOAN MTG CORP PO | 2,844. | 2,787. |
| "FEDERAL HOME LOAN MTG CORP PO | 18,673. | 18,455. |
| "FEDERAL NATIONAL MORTGAGE ASS | 1,927. | 2,079. |
| "FEDERAL NATIONAL MORTGAGE ASS | 4,727. | 4,781. |
| "FEDERAL NATIONAL MORTGAGE ASS | 21,945. | 23,581. |
| "FEDERAL NATIONAL MORTGAGE ASS | 1,670. | 1,890. |
| "FEDERAL NATIONAL MORTGAGE ASS | 7,515. | 7,596. |
| "FEDERAL NATIONAL MORTGAGE ASS | 14,842. | 14,808. |
| "FEDERAL NATIONAL MORTGAGE ASS | 4,923. | 5,350. |
| "FEDERAL NATIONAL MORTGAGE ASS | 8,512. | 8,700. |
| "FEDERAL NATIONAL MORTGAGE ASS | 3,004. | 3,373. |
| "FEDERAL NATIONAL MORTGAGE ASS | 3,325. | 3,496. |

## FORM 990PF, PART II - CORPORATE STOCK

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| "FEDERAL NATIONAL MORTGAGE ASS | 757. | 703. |
| "FEDERAL NATIONAL MORTGAGE ASS | 1,756. | 1,966. |
| "FEDERAL NATIONAL MORTGAGE ASS | 1,239. | 1,393. |
| "FEDERAL NATIONAL MORTGAGE ASS | 5,337. | 5,324. |
| "FEDERAL NATIONAL MORTGAGE ASS | 2,500. | 2,593. |
| "FEDERAL NATIONAL MORTGAGE ASS | 10,813. | 10,558. |
| "FEDERAL NATIONAL MORTGAGE ASS | 8,194. | 8,238. |
| "FEDERAL NATIONAL MORTGAGE ASS | 10,317. | 10,502. |
| "FEDERAL NATIONAL MORTGAGE ASS | 7,602. | 7,641. |
| "FEDERAL NATIONAL MORTGAGE ASS | 11,777. | 11,543. |
| "FEDERAL NATIONAL MORTGAGE ASS | 5,624. | 5,719. |
| "FEDERAL NATIONAL MORTGAGE ASS | 17,086. | 17,310. |
| "FEDERAL NATIONAL MORTGAGE ASS | 12,864. | 13,293. |
| "FEDERAL NATIONAL MORTGAGE ASS | 14,683. | 14,700. |
| "FEDERAL NATIONAL MORTGAGE ASS | 15,419. | 14,965. |
| "FEDERAL NATIONAL MORTGAGE ASS | 14,635. | 14,640. |
| "FEDERAL NATIONAL MORTGAGE ASS | 9,171. | 9,007. |
| "FEDERAL NATIONAL MORTGAGE ASS | 16,963. | 16,641. |
| "FEDERAL NATIONAL MTG ASSN POO | 520. | 540. |
| "FEDERAL NATL MTG ASSN POOL | 1,018. | 1,140. |
| FIDELITY NATIONAL FINANCIAL | 5,191. | 5,535. |
| FLEETCOR TECHNOLOGIES INC | 15,528. | 14,152. |
| FORD MOTOR COMPANY COM PAR $0. | 8,397. | 8,418. |
| FORTIVE CORPORATION | 15,501. | 16,572. |
| FOX FACTORY HOLDING CORP | 4,880. | 5,467. |
| GATX CORP | 3,406. | 4,249. |
| GENERAL DYNAMICS CORP | 2,998. | 5,180. |
| GENPACT LIMITED | 12,703. | 13,655. |
| GLOBAL PMTS INC | 3,471. | 5,900. |

## FORM 990PF, PART II - CORPORATE STOCK

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| GRACO INC | 7,019. | 8,060. |
| "GRUPO FINANCIERO BANORTE -SPO | 4,674. | 4,584. |
| HANG LUNG PROPERTIES - SP ADR | 3,151. | 2,947. |
| HARRIS CORP | 8,529. | 11,169. |
| HEALTHSOUTH CORP | 9,551. | 10,805. |
| HELMERICH & PAYNE INC | 8,281. | 9,752. |
| HENKEL KGAA - SPONS ADR PFD | 4,750. | 5,017. |
| HENRY JACK & ASSOC INC | 5,268. | 6,126. |
| HFF INC -CLASS A | 6,127. | 6,806. |
| "HONDA MOTOR CO LTD SPONS ADR | 4,701. | 4,846. |
| HOYA CORP | 7,459. | 8,632. |
| IBM CORP | 9,577. | 12,283. |
| ICICI BANK LIMITED | 5,930. | 6,014. |
| "INFOSYS LIMITED SPON ADR 1/4 | 6,987. | 6,258. |
| "ING GROEP N V SPONSORED ADR O | 3,839. | 4,371. |
| INTERCONTINENTALEXCHANGE | 5,045. | 6,770. |
| INTUIT INC | 4,405. | 7,564. |
| INTUITIVE SURGICAL INC | 18,147. | 20,928. |
| INVESCO LTD | 5,572. | 6,311. |
| ITAU UNIBANCO HOLDING, S.A - A | 7,466. | 7,546. |
| J P MORGAN CHASE & CO | 8,271. | 12,771. |
| "JAPAN TOBACCO INC UNSPONSORED | 4,730. | 4,334. |
| JOHNSON & JOHNSON | 5,150. | 5,876. |
| KEYCORP | 3,417. | 4,988. |
| KEYSIGHT TECHNOLOGIES INC | 3,877. | 4,206. |
| KOC HOLDING AS UNSPON ADR | 4,305. | 3,825. |
| "KONINKLIJKE PHILIPS N.V. SP A | 14,574. | 15,285. |
| "KONINLIJKE DSM NV SPONSORED O | 3,735. | 3,740. |
| "KOREA ELECTRIC POWER CORP | 5,113. | 4,380. |

FORM 990PF, PART II - CORPORATE STOCK
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| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| L BRANDS INC. | 5,988. | 5,465. |
| L.G. DISPLAY COMPANY LTD ADR | 5,783. | 5,744. |
| "LABORATORY CORP OF AMERICA C | 3,597. | 3,851. |
| LAUDER ESTEE COS INC CL A | 21,080. | 19,352. |
| LINDE AG - SPONSORED ADR | 4,287. | 4,281. |
| LUKOIL PJSC-SPON ADR | 4,074. | 4,181. |
| "LVMH MOET HENNESSY LOUIS VUIT | 6,106. | 7,003. |
| "LYONDELLBASELL INDUSTRIES - C | 11,094. | 12,352. |
| M & T BK CORP | 16,569. | 24,716. |
| MAINGATE MLP FUND | 124,697. | 129,364. |
| MARKETAXESS HOLDINGS INC | 5,870. | 7,934. |
| MASCO CORP | 3,656. | 5,281. |
| MATTEL INC | 8,574. | 8,430. |
| MEAD JOHNSON NUTRITION COMPANY | 18,461. | 16,133. |
| MEDNAX, INC MEDNAX | 2,853. | 3,333. |
| METLIFE INC | 14,978. | 17,945. |
| MICHELIN (CGDE) -UNSPON ADR | 4,453. | 4,883. |
| MICROSOFT CORP | 14,066. | 17,026. |
| MORGAN STANLEY GROUP INC | 8,885. | 8,957. |
| MOSAIC CO - WI | 10,858. | 12,025. |
| MUENCHENER RUECK - UNSPON ADR | 8,829. | 9,001. |
| NETEASE, INC. ADR | 4,209. | 4,522. |
| NEWFIELD EXPL CO | 3,181. | 3,929. |
| "NISSAN MOTOR CO LTD SPONSORED | 5,242. | 5,745. |
| "NOMURA HLDGS INC ADR ONE ADR | 5,722. | 6,101. |
| NORDEA BANK SPONSORED ADR | 4,871. | 5,107. |
| NVR INC | 6,277. | 6,676. |
| NXP SEMICONDUCTORS NV | 17,402. | 20,484. |
| OCCIDENTAL PETE CORP | 23,586. | 24,005. |

## FORM 990PF, PART II - CORPORATE STOCK

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| OLD DOMINION FGHT LINES INC | 9,034. | 10,209. |
| PACKAGING CORP OF AMERICA | 10,735. | 15,352. |
| PANDORA A/S - ADR | 9,577. | 10,027. |
| PAYPAL HOLDINGS INC W/I | 16,702. | 17,288. |
| PEPSICO INC | 12,334. | 13,497. |
| PHILLIPS 66 | 5,752. | 6,308. |
| PING AN INSURANCE ADR | 4,090. | 4,134. |
| POLARIS INDS INC | 6,979. | 7,580. |
| POOL CORPORATION | 3,984. | 5,217. |
| POTASH CORP OF SASKATCHEWAN | 5,918. | 6,042. |
| PRICESMART INC | 5,876. | 6,096. |
| PRIMERICA INC | 8,743. | 13,069. |
| PROCTER & GAMBLE CO | 13,790. | 14,882. |
| PROGRESSIVE CORP OHIO | 3,072. | 3,941. |
| PRUDENTIAL HIGH YIELD FUND CL | 123,403. | 131,585. |
| "PT ASTRA INTERNATIONAL TBK -U | 5,461. | 5,503. |
| QUALCOMM INC | 12,434. | 16,300. |
| RAKUTEN INC ADR | 4,896. | 4,007. |
| RAYMOND JAMES FINL INC | 3,785. | 5,542. |
| RBC BEARINGS INC. | 4,766. | 7,054. |
| REINSURANCE GROUP OF AMERICA | 3,359. | 5,411. |
| RELX NV - SPON ADR | 7,840. | 7,777. |
| RENAISSANCE RE HLDGS LTD | 3,228. | 4,223. |
| REPUBLIC SVCS INC CL A | 16,036. | 21,223. |
| RLI CORP | 4,291. | 4,545. |
| "ROCHE HOLDINGS LTD SPONSORED | 5,505. | 4,949. |
| ROPER TECHNOLOGIES INC | 19,366. | 19,773. |
| ROYAL BANK OF CANADA | 5,342. | 6,297. |
| ROYAL DUTCH SHELL PLC-ADR | 11,148. | 12,997. |

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## FORM 990PF, PART II - CORPORATE STOCK

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| RYOHIN KEIKAKU CO LTD UNSP ADR | 5,321. | 4,989. |
| SAFRAN SA -UNSPN ADR | 4,697. | 4,871. |
| SALESFORCE.COM INC | 16,125. | 16,841. |
| SAMPO OYJ - A SHS-UNSP ADR | 4,966. | 4,852. |
| SBA COMMUNICATIONS CORP | 15,469. | 16,831. |
| SCHLUMBERGER LTD | 8,013. | 9,067. |
| SCOTTS MIRACLE-GRO CO - CL A | 2,645. | 4,204. |
| SEALED AIR CORP | 4,038. | 5,395. |
| "SHIRE PLC SPONSORED ADR ONE A | 2,920. | 2,556. |
| SHUTTERSTOCK INC. | 8,075. | 11,832. |
| SMITH & NEPHEW P L C | 5,779. | 5,264. |
| SMITH (A.O.) CORP | 3,040. | 2,888. |
| SNAP ON INC | 5,353. | 7,707. |
| SODEXHO -SPONSORED ADR | 4,941. | 5,782. |
| "SOFTBANK GROUP CORPORATION - | 4,747. | 5,659. |
| STANLEY BLACK & DECKER INC. | 8,509. | 10,437. |
| STARBUCKS CORP | 21,729. | 25,817. |
| STIFEL FINL CORP | 3,129. | 3,896. |
| SUNCOR ENERGY INC | 4,901. | 4,904. |
| SWAN DEFINED RISK FUND | 230,040. | 236,363. |
| SYNCHRONY FINANCIAL | 4,272. | 5,622. |
| SYNOPSYS INC | 2,836. | 4,238. |
| "TAIWAN SEMICONDUCTOR MFG LTD | 6,889. | 7,763. |
| TARGET CORP | 5,355. | 5,923. |
| "TATA MOTORS LTD SPONSPORED AD | 5,054. | 5,124. |
| "TDK CORP ONE ADR REPRESENTS | 3,122. | 3,722. |
| "TE CONNECTIVITY LTD SEDOL | 8,965. | 10,808. |
| TECHTRONIC INDUSTRIES COMPANY | 5,865. | 5,432. |
| TELEDYNE TECHNOLOGIES INC | 8,156. | 11,439. |

LOUIS R. DRAUGHON FOUNDATION 2055002457 62-1147685

FORM 990PF, PART II - CORPORATE STOCK

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| "TELEKOMUNIKASI INDONESIA PT | 6,165. | 5,919. |
| TEMPLETON GLOBAL BOND FUND ADV | 64,221. | 65,957. |
| "TENCENT HOLDINGS LTD UNSPONSO | 3,840. | 4,429. |
| TEXAS INSTRUMENTS INC | 5,136. | 6,786. |
| TJX COS INC | 4,829. | 6,536. |
| TOKIO MARINE HOLDINGS - ADR | 4,652. | 4,934. |
| TORO CO | 2,499. | 5,036. |
| "TOTAL S A  SPONSORED ADR ONE | 4,236. | 4,434. |
| TOTAL SYS SVCS INC | 4,799. | 4,609. |
| TRIPADVISOR INC. - W/I | 20,503. | 14,746. |
| UNDER ARMOUR INC CLASS A | 5,715. | 4,648. |
| UNDER ARMOUR INC CLASS C | 11,547. | 8,810. |
| "UNILEVER N V N Y SHS NEW ONE | 4,948. | 5,050. |
| UNION PAC CORP | 6,303. | 7,983. |
| US BANCORP DEL | 13,829. | 17,980. |
| VALERO ENERGY CORP | 5,373. | 6,832. |
| "VANGUARD FTSE EMERGING MARKET | 243,744. | 243,876. |
| VERIZON COMMUNICATIONS | 13,309. | 14,733. |
| VISA INC - CLASS A SHRS | 18,825. | 26,527. |
| VWR CORP | 4,221. | 3,629. |
| WABCO HOLDINGS INC | 8,058. | 8,280. |
| WABTEC | 13,009. | 15,691. |
| WAL MART STORES INC | 12,994. | 14,308. |
| WEC ENERGY GROUP INC | 3,036. | 3,636. |
| "WILLIAM BLAIR MACRO ALLOCATIO | 138,450. | 136,745. |
| WOODWARD INC | 2,537. | 4,074. |
| XILINX INC | 3,948. | 5,373. |
| D R HORTON INC | 4,277. | 4,919. |

FORM 990PF, PART II - CORPORATE STOCK

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| TOTALS | 3,439,510. | 3,698,780. |

FORM 990PF, PART II - CORPORATE BONDS

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| "AMERICAN EXPRESS CREDIT CORP | 11,018. | 11,092. |
| "AMGEN INC CALLABLE DTD | 11,976. | 11,288. |
| "ANHEUSER-BUSCH INBEV FIN DTD | 22,956. | 23,033. |
| "APPLE INC DTD 05/03/2013 1% | 11,953. | 11,955. |
| "ASTRAZENECA PLC DTD 11/16/201 | 12,000. | 12,021. |
| "AT&T INC CALLABLE DTD 05/04/2 | 14,633. | 14,493. |
| "AT&T INC DTD 05/13/08 5.6% | 11,290. | 11,554. |
| "BANK OF AMERICA CORP DTD | 10,061. | 11,723. |
| "BANK OF MONTREAL SERIES: MTN | 11,994. | 11,843. |
| "CA INC DTD 11/13/09 5.375% | 10,369. | 10,800. |
| "CATERPILLAR INC DTD 12/05/08 | 10,613. | 11,162. |
| "CHEVRON CORP DTD 11/17/2015 | 16,991. | 16,991. |
| "CISCO SYSTEMS INC CALLABLE DT | 11,989. | 11,413. |
| "CISCO SYSTEMS INC DTD 02/29/2 | 12,008. | 11,973. |
| "CITIGROUP INC DTD 10/26/2015 | 16,994. | 17,012. |
| "COMCAST CORP DTD 06/18/09 5.7 | 10,546. | 10,940. |
| "DEUTSCHE BANK AG DTD 02/13/20 | 11,961. | 11,931. |
| "FIFTH THIRD BANK CALLABLE DTD | 11,007. | 10,875. |
| "FORD MOTOR CREDIT DTD 06/06/2 | 22,750. | 22,983. |
| "GENERAL ELECTRIC CAPITAL CORP | 10,720. | 11,091. |
| "GILEAD SCIENCES INC CALLABLE | 10,968. | 11,153. |
| "GLAXOSMITHKLINE CAP PLC CALLA | 17,049. | 17,025. |
| "GOLDMAN SACHS GROUP INC DTD | 10,953. | 11,086. |
| "IBM CORP DTD 02/19/2016 3.45% | 10,963. | 11,254. |
| "INTEL CORP DTD 09/19/2011 3.3 | 11,313. | 11,431. |
| "J P MORGAN CHASE & CO DTD | 11,367. | 12,020. |
| "JOHN DEERE CAPITAL CORP SERIE | 11,134. | 11,119. |
| "KROGER CO/THE CALLABLE DTD | 11,957. | 11,149. |
| "LOCKHEED MARTIN CORP CALLABLE | 11,631. | 11,364. |

LOUIS R. DRAUGHON FOUNDATION 2055002457 62-1147685

FORM 990PF, PART II - CORPORATE BONDS

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|
| "MARATHON OIL CORP CALLABLE DT | 10,964. | 11,637. |
| "MERRILL LYNCH & CO INC SERIES | 11,334. | 11,692. |
| "MOLSON COORS BREWING CO DTD | 10,139. | 10,454. |
| "MORGAN STANLEY DTD 10/23/2014 | 11,112. | 11,131. |
| "MORGAN STANLEY SERIES: MTN DT | 11,465. | 11,924. |
| "ORACLE CORPORATION DTD 04/09/ | 11,338. | 11,621. |
| "PEPSICO INC SERIES: 1 DTD | 11,982. | 11,992. |
| "PRUDENTIAL FINANCIAL DTD | 10,393. | 10,715. |
| "ROYAL BANK OF CANADA DTD | 22,973. | 22,969. |
| "SHELL INTL FIN DTD 05/10/2016 | 11,973. | 11,892. |
| "SUNTRUST BKS INC CALLABLE DTD | 11,995. | 12,005. |
| "TARGET CORP CALLABLE 5.375% | 10,927. | 11,151. |
| "TEVA PHARMACEUTICALS NE DTD | 12,016. | 11,359. |
| "TORONTO-DOMINION BANK SERIES | 11,181. | 11,169. |
| "TOYOTA MOTOR CREDIT CORP SERI | 11,355. | 11,441. |
| "UNITED HEALTH GROUP INC DTD | 12,006. | 12,019. |
| "VALERO ENERGY CORP CALLABLE | 11,869. | 11,496. |
| "VERIZON COMMUNICATIONS DTD | 10,756. | 11,486. |
| "WACHOVIA CORP DTD 06/08/07 5. | 11,159. | 11,210. |
| "WAL MART STORES INC DTD | 10,467. | 10,546. |
| "WALGREENS BOOTS ALLIANCE | 11,131. | 11,196. |
| "WELLS FARGO & COMPANY DTD | 11,043. | 10,827. |
| TOTALS | 630,742. | 635,706. |

LOUIS R. DRAUGHON FOUNDATION 2055002457 62-1147685

FORM 990PF, PART II - OTHER INVESTMENTS

| DESCRIPTION | COST/ FMV C OR F | ENDING BOOK VALUE | ENDING FMV |
|---|---|---|---|
| AMSOUTH TIMBER CO TE LLC | C | 341,339. | 526,468. |
| | TOTALS | 341,339. | 526,468. |

## FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

| DESCRIPTION | | AMOUNT |
|---|---|---|
| WASH SALES | | 8,938. |
| PRIOR YEAR REVERSAL | | 507. |
| | TOTAL | 9,445. |

STATEMENT 24

## FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF

NAME: REGIONS BANK TRUST DEPT

ADDRESS: 11 N WATER ST, 25TH FLOOR, TRUST TAX
MOBILE, AL 36602

TELEPHONE NUMBER: (251)690-1024

FORM 990PF, PART VII-B, LN 5(c) EXPENDITURE RESPONSIBILITY STATEMENT
===============================================================

NAME:
SPRINGFIELD LIONS CLUB
ADDRESS:
PO BOX 584
SPRINGFIELD, IL 37172
GRANT DATE: 12/19/2016
GRANT AMOUNT ................................................ 3,000.
GRANT PURPOSE:
CONTINUED APPROVED EXAMS, FRAMES, AND GLASSES
ANY DIVERSION BY GRANTEE:
NONE
DATES OF REPORTS BY GRANTEE:
9/28/2017
DATE OF VERIFICATION: 09/16/2017

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

==============================================================

RECIPIENT NAME:
AGAPE
ADDRESS:
4555 TROUSDALE DRIVE
NASHVILLE, TN 37204
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID ........................................... 7,000.

RECIPIENT NAME:
COLUMBIA ACADEMY
ADDRESS:
1101 WEST 7TH STREET
COLUMBIA, TN 38401
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID ........................................... 4,500.

RECIPIENT NAME:
MARTHA O'BRYAN CENTER
ADDRESS:
711 SOUTH 7TH STREET
NASHVILLE, TN 37206-3895
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID ........................................... 1,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
EZELL-HARDING CHRISTIAN SCHOOL
ADDRESS:
574 BELL ROAD
ANTIOCH, TN 37013-2149
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID ............................................ 7,000.

RECIPIENT NAME:
FANNIE BATTLE DAY HOME
ADDRESS:
911 SHELBY AVENUE
NASHVILLE, TN 37206-3735
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID ............................................ 1,000.

RECIPIENT NAME:
FREED-HARDEMAN UNIVERSITY
ADDRESS:
158 E MAIN ST
HENDERSON, TN 38340-239
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID ............................................ 65,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
GIRL SCOUTS OF MIDDLE TENNESSEE
ADDRESS:
4522 GRANNY WHITE PIKE
NASHVILLE, TN 37204
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .............................................. 1,000.

RECIPIENT NAME:
EASTER SEALS TENNESSEE
ADDRESS:
3011 ARMORY DRIVE
NASHVILLE, TN 37204-3721
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .............................................. 1,000.

RECIPIENT NAME:
MIDDLE TN CHRISTIAN SCHOOL
ADDRESS:
711 SOUTH 7TH STREET
NASHVILLE, TN 37206
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .............................................. 7,000.

LOUIS R. DRAUGHON FOUNDATION 2055002457 62-1147685
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
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RECIPIENT NAME:
RAINBOW OMEGA
ADDRESS:
P. O. BOX 740
EASTABOGA, AL 36260-7363
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID ............................................ 10,000.

RECIPIENT NAME:
DAVID LIPSCOMB UNIVERSITY
ADDRESS:
1 UNIVERSITY PARK DRIVE
NASHVILLE, TN 37204-3951
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID ............................................ 65,000.

RECIPIENT NAME:
GOODPASTURE CHRISTIAN SCHOOL
ADDRESS:
619 W DUE WEST AVE
MADISON, TN 37115-4480
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID ............................................ 7,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
GREEN RIDGE CHURCH OF CHRIST
ADDRESS:
2215 U.S. 41
GREENBRIER, TN 37073-4536
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID ........................................... 7,000.

RECIPIENT NAME:
SPRINGFIELD LION'S CLUB
ADDRESS:
PO BOX 584
SPRINGFIELD, TN 37172
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID ........................................... 3,000.

RECIPIENT NAME:
NORTH CREST HOSPICE
ADDRESS:
101 MOORELAND DRIVE
SPRINGFIELD, TN 37172-3974
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID ........................................... 5,000.

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FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
OASIS CENTER
ADDRESS:
1704 CHARLOTTE PIKE
NASHVILLE, TN 37203
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID ........................................... 1,000.

RECIPIENT NAME:
TENNESSEE CHILDREN'S HOME
ADDRESS:
5350 MAIN STREET
SPRINGHILL, TN 37174-244
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID ........................................... 4,000.

RECIPIENT NAME:
BYRUM-PORTER SENIOR CENTER
ADDRESS:
9123 STATE HIGHWAY 49 EAST
ORLINDA, TN 37141-2025
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID ........................................... 1,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
ROBERTSON COUNTY HISTORICAL SOCIETY
ADDRESS:
124 WEST 6TH AVENUE
SPRINFIELD, TN 37172-2405
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC

| | |
|---|---|
| AMOUNT OF GRANT PAID ............................................. | 590. |

RECIPIENT NAME:
SECOND HARVEST FOOD BANK OF MIDDLE TN
ADDRESS:
331 GREAT CIRCLE ROAD
NASHVILLE, TN 37228-1703
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC

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|---|---|
| AMOUNT OF GRANT PAID ............................................. | 3,000. |

RECIPIENT NAME:
BIG BROTHERS/BIG SISTERS OF MIDDLE TN
ADDRESS:
415 N MAPLE ST
MURFREESBORO, TN 37130-2831
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC

| | |
|---|---|
| AMOUNT OF GRANT PAID ............................................. | 1,000. |

LOUIS R. DRAUGHON FOUNDATION 2055002457 62-1147685

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
MAIN STREET CHURCH OF CHRIST
ADDRESS:
216 EAST MAIN STREET
MURFREESBORO, TN 37130-3729
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID ........................................... 65,000.

RECIPIENT NAME:
ROBERTSON COUNTY YMCA
ADDRESS:
3332 TOM AUSTIN HWY
SPRINGFIELD, TN 37172
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID ........................................... 10,000.

RECIPIENT NAME:
PARADISE RANCH
ADDRESS:
2822 PARADISE LANE
SPRINGFIELD, TN 37172
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID ........................................... 7,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
TN KIDS NUTRITION, INC
ADDRESS:
319 N MAIN STREET
SPRINGFIELD, TN 37212
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .............................................. 5,000.

RECIPIENT NAME:
STUDYJESUS.COM
ADDRESS:
P.O. BOX 1007
HENDERSONVILLE, TN 37077
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .............................................. 10,000.

RECIPIENT NAME:
STOKES BROWN PUBLIC LIBRARY
ADDRESS:
405 WHITE STREET
SPRINGFIELD, TN 37172
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
GOV
AMOUNT OF GRANT PAID .............................................. 10,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
FRIENDS OF TN SCHOOL FOR THE BLIND
ADDRESS:
115 STEWARTS FERRY PIKE
Nashville, TN 37210
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID ........................................... 7,000.

RECIPIENT NAME:
POTTER CHILDREN'S HOME
ADDRESS:
2350 NASHVILLE ROAD
BOWLING GREEN, KY 42101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID ........................................... 7,000.

RECIPIENT NAME:
DAVIDSON ACADEMY
ADDRESS:
1414 OLD HICKORY BLVD
NASHVILLE, TN 37207
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID ........................................... 7,000.

TOTAL GRANTS PAID: 330,090.

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