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

Name of foundation THE LAURA LEE PATTILLO NORQUIST CHARITABLE FOUNDATION		A Employer identification number 63-6189797	
Number and street (or P O box number if mail is not delivered to street address) 501 N BROADWAY		Room/suite	B Telephone number (see instructions) (205) 414-3300
City or town, state or province, country, and ZIP or foreign postal code ST LOUIS, MO 63102		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☒ Address change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 10,150,990		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(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	17,929	17,929		
	4 Dividends and interest from securities	154,498	154,498		
	5a Gross rents	28,781			
	b Net rental income or (loss) 28,781				
	6a Net gain or (loss) from sale of assets not on line 10	19,805			
	b Gross sales price for all assets on line 6a 4,584,348				
	7 Capital gain net income (from Part IV, line 2)		19,805		
	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)	130,473	130,473		
	12 Total. Add lines 1 through 11	351,486	322,705		
	13 Compensation of officers, directors, trustees, etc	67,794	27,897		39,897
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	4,075	0		4,075
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	31,605	24,551		0
	19 Depreciation (attach schedule) and depletion	10,667	0		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,714	0		1,714
	24 Total operating and administrative expenses. Add lines 13 through 23	115,855	52,448		45,686
	25 Contributions, gifts, grants paid	530,418			530,418
	26 Total expenses and disbursements. Add lines 24 and 25	646,273	52,448		576,104
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-294,787			
	b Net investment income (if negative, enter -0-)		270,257		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	95,332	200,660	200,660
	2 Savings and temporary cash investments			
	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)	0	303,340	295,484
	b Investments—corporate stock (attach schedule)	4,266,006	4,069,964	5,112,032
	c Investments—corporate bonds (attach schedule)	2,421,598	1,927,515	1,920,839
	11 Investments—land, buildings, and equipment basis ▶ 2,424,629 Less accumulated depreciation (attach schedule) ▶ _____	2,424,629	2,424,629	2,301,975
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ 520,000 Less accumulated depreciation (attach schedule) ▶ 99,167	431,500	420,833	320,000
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	9,639,065	9,346,941	10,150,990	
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 ▶ ☐ 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	0	0	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	9,639,065	9,346,941	
30 Total net assets or fund balances (see instructions)	9,639,065	9,346,941		
31 Total liabilities and net assets/fund balances (see instructions) .	9,639,065	9,346,941		

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	9,639,065
2 Enter amount from Part I, line 27a	2	-294,787
3 Other increases not included in line 2 (itemize) ▶ _____	3	2,663
4 Add lines 1, 2, and 3	4	9,346,941
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	9,346,941

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 CAPITAL GAINS DIVIDENDS	P		
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 4,572,882		4,564,543	8,339
b 11,466			11,466
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			8,339
b			11,466
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	19,805
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	467,419	10,372,132	0 045065
2014	439,816	10,202,765	0 043108
2013	473,980	9,373,796	0 050564
2012	422,869	8,941,268	0 047294
2011	422,224	9,103,948	0 046378

2 Total of line 1, column (d)	2	0 232409
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 046482
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	9,866,146
5 Multiply line 4 by line 3	5	458,598
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,703
7 Add lines 5 and 6	7	461,301
8 Enter qualifying distributions from Part XII, line 4	8	576,104

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	2,703
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	2,703
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	2,703
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	8,360
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	8,360
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,657
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 5,657 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)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 0 (2) On foundation managers ☐ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ AL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		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 ► STIFEL TRUST COMPANY NA Telephone no ► (314) 342-4406			

Located at **►** 501 N BROADWAY ST LOUIS MO ZIP+4 **►** 63102

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 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? ☐ 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)? ☐ Organizations relying on a current notice regarding disaster assistance check here. ► ☐	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? ☐	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). ☐	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016). ☐	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		No

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

5a During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No Organizations relying on a current notice regarding disaster assistance check here. ☐ Yes ☒ 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? ☐ Yes ☒ No If "Yes," attach the statement required by Regulations section 53.4945–5(d)	5b		
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? ☐ Yes ☒ No If "Yes" to 6b, file Form 8870	6b		No
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? ☐ Yes ☒ 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
STIFEL TRUST COMPANY NA 2311 HIGHLAND AVE SOUTH SUITE 190 BIRMINGHAM, AL 35205	TRUSTEE 40 00	55,794	0	0
FRANCES A DANLEY 2311 HIGHLAND AVE SOUTH SUITE 190 BIRMINGHAM, AL 35205	DISTRIBUTION COMMITTEE MEM 0 10	4,000	0	0
FRANKLIN DANLEY 2311 HIGHLAND AVE SOUTH SUITE 190 BIRMINGHAM, AL 35205	DISTRIBUTION COMMITTEE MEM 0 10	4,000	0	0
BLAIR SCHOEVOGEL 2311 HIGHLAND AVE SOUTH SUITE 190 BIRMINGHAM, AL 35205	DISTRIBUTION COMMITTEE MEM 0 10	4,000	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	7,193,329
b	Average of monthly cash balances.	1b	201,088
c	Fair market value of all other assets (see instructions).	1c	2,621,975
d	Total (add lines 1a, b, and c).	1d	10,016,392
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	10,016,392
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	150,246
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	9,866,146
6	Minimum investment return. Enter 5% of line 5.	6	493,307

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	493,307
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	2,703
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,703
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	490,604
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	490,604
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	490,604

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	576,104
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	576,104
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	2,703
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	573,401

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				490,604
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			493,636	
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 ▶ \$ <u>576,104</u>				
a Applied to 2015, but not more than line 2a			493,636	
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.				82,468
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.				408,136
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 ☐ 4942(j)(3) or ☐ 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 ☒ 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 FRANCES A DANLEY 2311 HIGHLAND AVE SOUTH SUITE 190 BIRMINGHAM, AL 35205 (205) 271-6292	
b The form in which applications should be submitted and information and materials they should include NO FORMS, LETTER TO OUTLINE REQUEST	
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	530,418
b <i>Approved for future payment</i>				
Total			3b	0

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	
		14	17,929	
		14	154,498	
		16	28,781	
		14	130,473	
		18	19,805	
	0		351,486	

Part XVI-B Relationship of Activities to the A

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to

Form **990-PF** (2016)

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

		Yes	No
--	--	-----	----

1a(1)	No
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1a(2)	No

1b(1)	No
--------------	-----------

1b(2)	No
-------	----

1b(3)	No
--------------	-----------

1b(4)	No
-------	----

1b(5)		No
-------	--	----

1b(5)		No
1b(6)		No

1b		No
1c		No

IC	No
value	

value
ue

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations?

☐ Yes ☒ No

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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, this return and the information provided are true, correct, and complete.

***** 2017-05-05 *****

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below
(see instr. 12) ☒ Yes ☐ No

May the IRS discuss this return with the preparer shown below
(see instr. 1)? ☒ Yes ☐ No

Print/Type preparer's name CLIFTON T JACKSON	Preparer's Signature	Date 2017-05-05	Check if self-employed ☐	PTIN P01269673
Firm's name ▶ SMITH DUKES & BUCKALEW LLP				Firm's EIN ▶ 63-0191630
Firm's address ▶ 3800 AIRPORT BLVD MOBILE, AL 366081667				Phone no (251) 343-1200

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				
ALABAMA PUBLIC TELEVISION 2112 11TH AVE SOUTH SUITE 400 BIRMINGHAM, AL 35205		PUBLIC	HEALTH AND WELFARE	10,000
BARTON ACADEMY FOUNDATION PO BOX 571 MOBILE, AL 36601		PUBLIC	EDUCATION	5,000
BIG OAK RANCH PO BOX 507 SPRINGVILLE, AL 35146		PUBLIC	HEALTH AND WELFARE	25,000
CAMP MAGICAL MOMENTS 956 RAINEY CREEK RD SWAN VALLEY, ID 83449		PUBLIC	HEALTH AND WELFARE	25,000
CAMP RAP A HOPE 2701 AIRPORT BOULEVARD MOBILE, AL 36606		PUBLIC	HEALTH AND WELFARE	20,000
CAMP SMILE 3058 DAUPHIN SQUARE CONNECTOR MOBILE, AL 36607		PUBLIC	HEALTH AND WELFARE	10,000
COMMUNITY CONNECTIONS 327 E DUVAL ST JACKSONVILLE, FL 32203		PUBLIC	HEALTH AND WELFARE	5,000
GARY SINISE FOUNDATION PO BOX 50008 STUDIO CITY, CA 91614		PUBLIC	COMMUNITY WELFARE	10,000
GOVERNMENT STREET PRESBYTERIAN CHURCH 300 GOVERNMENT STREET MOBILE, AL 36602		PUBLIC	HEALTH AND WELFARE	10,000
JACKSONVILLE CHILDREN'S CHORUS INC 225 E DUVAL ST JACKSONVILLE, FL 32202		PUBLIC	EDUCATION	20,000
JACKSONVILLE HUMANE SOCIETY 8464 BEACH BLVD JACKSONVILLE, FL 32216		PUBLIC	COMMUNITY WELFARE	15,000
MOBILE BAYKEEPER 450-C GOVERNMENT STREET MOBILE, AL 36602		PUBLIC	HEALTH AND WELFARE	5,000
MOBILE OPERA INC 257 DAUPHIN STREET MOBILE, AL 36602		PUBLIC	HEALTH AND WELFARE	20,000
MOBILE SYMPHONY INC 257 DAUPHIN STREET MOBILE, AL 36602		PUBLIC	HEALTH AND WELFARE	20,000
PENELOPE HOUSE PO BOX 9127 MOBILE, AL 36691		PUBLIC	HEALTH AND WELFARE	10,000
Total ► 3a				530,418

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				
PROVIDENCE SCHOOL OF JACKSONVILLE 2701 HODGES BLVD JACKSONVILLE, FL 32224		PUBLIC	EDUCATION	35,000
RONALD MCDONALD HOUSE 1626 SPRINGHILL AVENUE MOBILE, AL 36604		PUBLIC	HEALTH AND WELFARE	14,136
ST JUDE'S CHILDRENS HOSPITAL 262 DANNY THOMAS PLACE MEMPHIS, TN 38105		PUBLIC	HEALTH AND WELFARE	15,000
UMS WRIGHT PREPARATORY SCHOOL 65 MOBILE ST MOBILE, AL 36607		PUBLIC	EDUCATION	42,000
USA MITCHELL CANCER INSTITUTE - DANLEY-ALDRIDGE RESEARCH ENDOWMENT 1660 SPRINGHILL AVENUE MOBILE, AL 36604		PUBLIC	HEALTH AND WELFARE	125,000
USS ALABAMA BATTLESHIP FOUNDATION PO BOX 65 MOBILE, AL 36601		PUBLIC	HEALTH AND WELFARE	10,000
CHET'S CREEK CHURCH 4420 HODGES BLVD JACKSONVILLE, FL 32224		PUBLIC	COMMUNITY WELFARE	33,391
DAUPHIN WAY CHILD DEVELOPMENT CENTER 3661 DAUPHIN ST MOBILE, AL 36608		PUBLIC	COMMUNITY WELFARE	10,000
FLORIDA THEATER 128 E FORSYTH ST JACKSONVILLE, FL 32202		PUBLIC	COMMUNITY WELFARE	2,500
MUSEUM OF SCIENCE & HISTORY 1025 MUSEUM CIR JACKSONVILLE, FL 32207		PUBLIC	COMMUNITY WELFARE	5,000
WILMER HALL CHILDREN'S HOME 3811 OLD SHELL RD MOBILE, AL 36608		PUBLIC	HEALTH AND WELFARE	28,391
Total ► 3a				530,418

TY 2016 Accounting Fees Schedule

Name: THE LAURA LEE PATTILLO NORQUIST
CHARITABLE FOUNDATION

EIN: 63-6189797

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	4,075	0		4,075

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2016 Depreciation Schedule

Name: THE LAURA LEE PATTILLO NORQUIST
CHARITABLE FOUNDATION

EIN: 63-6189797

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
LAND	2009-06-15	104,000		L		0	0		
BUILDING	2009-06-15	416,000	88,500	SL	39 00000000000000	10,667	0		

TY 2016 Investments Corporate Bonds Schedule

Name: THE LAURA LEE PATTILLO NORQUIST
CHARITABLE FOUNDATION

EIN: 63-6189797

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AMERICAN EXPRESS 2.125% 7/27/2018	101,102	100,644
APPLE 2.40% 5/3/2023	99,814	97,372
AT&T 3.90% 3/11/2024	102,512	101,115
CHEVRON 1.718% 6/24/2018	99,871	100,306
CISCO SYS 2.125% 3/1/2019	102,588	101,318
DISNEY WALT CO 1.85% 5/30/19	101,415	100,496
GENERAL ELEC CAP CORP 1.60% 11/20/2017	100,433	100,267
ORACLE CORP 3.40% 7/8/2024	104,084	101,891
PEPSICO INC 2.25% 1/7/2019	102,061	101,188
PFIZER INC 1.10% 5/15/2017	100,109	100,001
SIMON PPTY GROUP LP 2.20% 2/1/2019	101,167	100,813
TOYOTA MOTOR CRED 1.55% 7/13/2018	100,567	99,975
UNITEDHEALTH GROUP INC 2.875% 12/15/2021	102,482	101,365
WAL MART STORES INC 2.55% 4/11/2023	101,350	99,245
WELLS FARGO CO 2.10% 5/8/2017	100,460	100,283
GOLDMAN SACHS HIGH YIELD FD #527	108,180	117,195
VANGUARD TOTAL BOND MARKET INDEX FD	299,320	297,365

TY 2016 Investments Corporate Stock Schedule

Name: THE LAURA LEE PATTILLO NORQUIST
CHARITABLE FOUNDATION

EIN: 63-6189797

Name of Stock	End of Year Book Value	End of Year Fair Market Value
031162100-AMGEN INC	14,448	43,863
037347309-ANWORTH MORTGAGE ASSET CORP SER B CUM CONV PFD 6.25%	32,819	51,160
037833100-APPLE COMPUTER INC	99,948	164,464
099724106-BORG WARNER INC	4,074	8,677
166764100-CHEVRON CORP	78,247	108,990
191216100-COCA COLA COMPANY	27,730	45,606
20825C104-CONOCOPHILLIPS	44,932	54,151
256206103-DODGE & COX FDS INTL STK FD	39,599	53,598
30231G102-EXXON MOBIL CORP	63,063	66,792
345370860-FORD MOTOR CO NEW	34,422	34,085
369604103-GENERAL ELECTRIC COMPANY	112,027	96,696
437076102-HOME DEPOT INC.	19,616	95,197
458140100-INTEL CORP	33,886	64,561
46625H100-JP MORGAN CHASE & CO	73,813	160,499
478160104-JOHNSON & JOHNSON	70,241	104,841
52106N392-LAZARD EMERGING MKT EQY BLN-INS FD	82,767	77,367
594918104-MICROSOFT CORP	57,162	132,980
654106103-NIKE INC CL B	20,085	63,029
742718109-PROCTER & GAMBLE CO	93,985	132,006
88579Y101-3M CO	31,619	101,785
931422109-WALGREEN CO	25,947	69,518
060505104 BANK OF AMERICA CORP	36,211	73,151
254709108 DISCOVER FINANCIAL SERVICES	36,248	66,323
806857108 SCHLUMBERGER LTD	39,411	48,691
023135106 AMAZON.COM INC	26,076	63,739
617446448 MORGAN STANLEY	39,654	54,080
655844108 NORFOLK SOUTHERN CORP	57,060	70,245
000375204 ABB LIMITED ADR	45,899	42,351
38141G104 GOLDMAN SACHS GROUP INC	41,545	62,257
45857P509 INTERCONTINENTAL HOTELS SPON ADR	51	44

Name of Stock	End of Year Book Value	End of Year Fair Market Value
604675991 MIRANT CORP ESCROW CUSIP PER BANKRUPTCY FILING	1	1
66987V109 NOVARTIS A G	41,218	37,148
826197501 SIEMENS A G ADR	44,811	40,654
855244109 STARBUCKS CORP	41,645	59,962
892331307 TOYOTA MOTOR CORP ADR	41,122	41,020
911312106 UNITED PARCEL SERVICE INC CL B	46,735	56,174
922908645 VANGUARD MID CAP INDEX FUND ADMIRAL CLASS	281,856	326,612
92826C839 VISA INC CLASS A	42,493	65,537
966837106 WHOLE FOODS MARKET INC	40,927	26,454
DELTA AIR LINES INC DEL COM NEW	41,075	39,844
BT GROUP PLC ADR	54,311	35,927
INVESCO SA SPONSORED ADR	65,340	60,073
CROWN CASTLE INTL CORP NEW COM	42,267	42,517
BARD C R INC COM	41,074	49,425
UNITEDHEALTH GROUP INC COM	95,823	120,030
AT&T INC.	66,131	65,921
VERIZON COMMUNICATIONS INC.	48,176	48,042
WHIRLPOOL CORP	51,677	58,166
GENERAL MLS INC	67,134	74,124
WAL MART STORES INC.	50,490	48,384
EOG RES INC	32,980	40,440
PROLOGIS INC	19,462	21,116
SUNTRUST BKS INC	71,049	90,503
US BANCORP DEL	70,916	85,788
BECTON DICKINSON & CO	106,706	105,952
GILEAD SCIENCES INC	59,107	57,288
ALPHABET INC	58,538	126,000
CISCO SYS INC	65,503	66,182
COGNIZANT TECHNOLOGY SOLUTIONS	51,769	47,626
FACEBOOK INC	49,280	46,020

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INTERNATIONAL BUSINESS MACHS	73,454	73,036
ORACLE CORP.	37,097	34,605
SEMPRA ENERGY	51,831	51,326
SOUTHERN CO	31,311	29,514
GLENMEDE SMALL CAPITALIZATION EQUITY PORTFOLIO	269,005	288,850
HARDING LOEVNER INSTITUTIONAL EMERGING MARKETS	7,917	7,354
ISHARES MSCI EAFE ETF	378,665	382,173
DOW CHEM CO	48,483	51,498

TY 2016 Investments Government Obligations Schedule

Name: THE LAURA LEE PATTILLO NORQUIST
CHARITABLE FOUNDATION

EIN: 63-6189797

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

303,340

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

295,484

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

0

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

0

**TY 2016 Land, Etc.
Schedule**

Name: THE LAURA LEE PATTILLO NORQUIST
CHARITABLE FOUNDATION

EIN: 63-6189797

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LAND	104,000	0	104,000	
BUILDING	416,000	99,167	316,833	

TY 2016 Other Expenses Schedule

Name: THE LAURA LEE PATTILLO NORQUIST
CHARITABLE FOUNDATION

EIN: 63-6189797

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	1,218	0		1,218
ADVERTISING	27	0		27
OFFICE EXPENSE	469	0		469

TY 2016 Other Income Schedule

Name: THE LAURA LEE PATTILLO NORQUIST
CHARITABLE FOUNDATION

EIN: 63-6189797

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
TIMBER ROYALTIES	130,000	130,000	130,000
LITIGATION PROCEEDS	473	473	473

TY 2016 Other Increases Schedule

Name: THE LAURA LEE PATTILLO NORQUIST
CHARITABLE FOUNDATION

EIN: 63-6189797

Description	Amount
BOOK TO TAX TIMING DIFFERENCE	2,663

TY 2016 Taxes Schedule

Name: THE LAURA LEE PATTILLO NORQUIST
CHARITABLE FOUNDATION

EIN: 63-6189797

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
REAL ESTATE TAXES	14,580	14,580		0
FEDERAL ESTIMATED TAXES	7,054	0		0
FOREIGN TAXES	4,086	4,086		0
TIMBER SEVERANCE TAXES	5,885	5,885		0