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EXTENDED TO NOVEMBER 15, 2017

Return of Private Foundation

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

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2016

Open to Public Inspection

Form 990-PF

Department of the Treasury

Internal Revenue Service

For calendar year 2016 or tax year beginning

, and ending

Name of foundation

MADDOX FOUNDATION

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

180 WEST COMMERCE STREET

Room/suite

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

HERNANDO, MS 38632

A Employer identification number

64-0917900

B Telephone number

(662) 449-3699

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)

\$ 54,699,438.

J Accounting method:

☐ Cash☐ Accrual☒ Other (specify) MODIFIED CASH

(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).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

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

		(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			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	60,801.	60,801.		STATEMENT 1
	4 Dividends and interest from securities	68,550.	68,550.		STATEMENT 2
	5a Gross rents	721,582.	390,211.		STATEMENT 3
	b Net rental income or (loss)	721,582.			
	6a Net gain or (loss) from sale of assets not on line 10	-535,774.			
	b Gross sales price for all assets on line 6a	353,627.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	-112,209.	-110,330.		STATEMENT 4	
12 Total. Add lines 1 through 11	202,950.	409,232.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	588,980.	207,255.		381,725.
	14 Other employee salaries and wages	33,292.	8,323.		24,969.
	15 Pension plans, employee benefits	161,915.	40,479.		121,436.
	16a Legal fees STMT 5	28,140.	0.		28,140.
	b Accounting fees STMT 6	42,859.	10,715.		32,144.
	c Other professional fees STMT 7	2,156.	540.		1,616.
	17 Interest	73,085.	73,085.		0.
	18 Taxes STMT 8	669.	669.		0.
	19 Depreciation and depletion	42,550.	10,638.		
	20 Occupancy	86,575.	21,644.		64,931.
	21 Travel, conferences, and meetings	27,363.	6,841.		20,522.
	22 Printing and publications	3,867.	967.		2,900.
	23 Other expenses STMT 9	17,339.	4,335.		13,004.
	24 Total operating and administrative expenses. Add lines 13 through 23	1,108,790.	385,491.		691,387.
	25 Contributions, gifts, grants paid	1,644,900.			1,644,900.
26 Total expenses and disbursements. Add lines 24 and 25	2,753,690.	385,491.		2,336,287.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-2,550,740.				
b Net investment income (if negative, enter -0-)		23,741.			
c Adjusted net income (if negative, enter -0-)			N/A		

6336

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		2.		
	2	Savings and temporary cash investments		3,293,585.	1,506,405.	1,506,405.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶	623,723.	STATEMENT 11		
		Less: allowance for doubtful accounts ▶	0.	727,178.	623,723.	623,723.
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 12	1,769,664.	1,769,664.	1,072,451.
	c	Investments - corporate bonds				
Liabilities	11	Investments - land, buildings, and equipment basis ▶				
		Less: accumulated depreciation ▶				
	12	Investments - mortgage loans				
	13	Investments - other	STMT 13	9,300,507.	8,482,565.	50,793,696.
	14	Land, buildings, and equipment: basis ▶	1,468,918.			
		Less: accumulated depreciation ▶	819,440.	692,029.	649,478.	649,478.
	15	Other assets (describe ▶)	STATEMENT 14)	62,160.	53,685.	53,685.
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		15,845,125.	13,085,520.	54,699,438.
	17	Accounts payable and accrued expenses			2,688.	
	18	Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable	STMT 15	626,528.	600,752.	
	22	Other liabilities (describe ▶)	STATEMENT 16)	26,499.	26,542.	
	23	Total liabilities (add lines 17 through 22)		653,027.	629,982.	
		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
		and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
		and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds		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		15,192,098.	12,455,538.	
	30	Total net assets or fund balances		15,192,098.	12,455,538.	
	31	Total liabilities and net assets/fund balances		15,845,125.	13,085,520.	

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	15,192,098.
2	Enter amount from Part I, line 27a	2	-2,550,740.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	12,641,358.
5	Decreases not included in line 2 (itemize) ▶	5	SEE STATEMENT 10
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	185,820.
			12,455,538.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 353,627.		889,401.	-535,774.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			-535,774.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	-535,774.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	2,577,314.	51,756,366.	.049797
2014	1,943,565.	52,000,780.	.037376
2013	2,421,304.	39,801,394.	.060835
2012	1,981,785.	41,903,638.	.047294
2011	2,587,262.	40,630,190.	.063678

2 Total of line 1, column (d)	2	.258980
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	.051796
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	53,893,801.
5 Multiply line 4 by line 3	5	2,791,483.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	237.
7 Add lines 5 and 6	7	2,791,720.
8 Enter qualifying distributions from Part XII, line 4	8	2,336,287.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	475.
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	475.
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	475.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	42,462.	
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	42,462.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	41,987.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input type="checkbox"/> 10,000. Refunded <input type="checkbox"/>	11	31,987.	

Part VII-A Statements Regarding Activities

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

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) **STATEMENT 17 STATEMENT 18 STMT 19**

	Yes	No
11	X	
12		X
13	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)

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?

Website address **WWW.MADDOXFOUNDATION.ORG**

14 The books are in care of **ROBIN G. HURDLE**

Telephone no. **662-449-3699**

Located at **180 WEST COMMERCE STREET, HERNANDO, MS**

ZIP+4 **38632**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year

15 N/A

16 At any time during calendar year 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?

	Yes	No
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.

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)?

Organizations relying on a current notice regarding disaster assistance check here

1b

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?

1c

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

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.)

N/A

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?

☒ 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

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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

Part VII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 20		588,980.	45,776.	0.

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

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

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

0

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

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 FOUNDATION STAFF AND BOARD PARTICIPATE IN COMMUNITY OUTREACH AND ENGAGEMENT, SUPPORT AREA NPOS THROUGH GIVING OF THEIR TIME, TALENT, OR TREASURE. CONT'D STMT 21.	143,647.
2 COLLABORATE WITH THE DESOTO COUNTY SCHOOL SYSTEM, PROVIDE A UNIQUE YEAR-LONG FUNDRAISER, IN ADDITION TO PROMOTING THE YOUTH LEADERSHIP COUNCIL. CONT'D STMT 21.	0.
3 PARTNERSHIPS BETWEEN SCHOOLS AND BUSINESSES ARE PROMOTED FOR THE EDUCATIONAL FACEOFF FIELDTRIP GAMES HOSTED BY THE FOUNDATION'S PRI, THE RIVERKINGS. CONT'D STMT 21.	0.
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 RIVERKINGS LESSEN THE BURDEN OF GOVERNMENT; PROVIDE CHARITABLE BENEFIT TO THE REGION; PROMOTE PHILANTHROPIC INITIATIVES; INCREASE ECONOMIC VIABILITY. CONT'D STMT 22.	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,072,451.
b	Average of monthly cash balances	1b	2,170,964.
c	Fair market value of all other assets	1c	51,471,104.
d	Total (add lines 1a, b, and c)	1d	54,714,519.
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	54,714,519.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	820,718.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	53,893,801.
6	Minimum investment return. Enter 5% of line 5	6	2,694,690.

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	2,694,690.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	475.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	475.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,694,215.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,694,215.
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	2,694,215.

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	2,336,287.
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	2,336,287.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	2,336,287.

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				2,694,215.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	574,162.			
b From 2012				
c From 2013	457,607.			
d From 2014				
e From 2015				
f Total of lines 3a through e	1,031,769.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$	2,336,287.			
a Applied to 2015, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				2,336,287.
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))	357,928.			357,928.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	673,841.			
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 instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	216,234.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	457,607.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013	457,607.			
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution **	Amount
a Paid during the year				
MADDOX HOCKEY, INC. 4560 VENTURE DRIVE SOUTHAVEN, MS 38671		NC	ASSIST AREA NONPROFITS BY RAISING FUNDS & AWARENESS, AS WELL AS ENCOURAGING VOLUNTEERISM; PROMOTE	630,000.
COMMUNITY FOUNDATION OF NW MS 315 LOSHER STREET, SUITE 100 HERNANDO, MS 38632		PC	SIGNATURE GRANT TO CONNECT PEOPLE WHO CARE WITH CAUSES THAT MATTER	1,000,000.
SOUTHEASTERN COUNCIL OF FOUNDATIONS 50 HURT PLAZA, SUITE 350 ATLANTA, GA 30303		PC	ASSIST IN INCREASING GRANTMAKING IMPACT IN THE REGION	6,000.
GREEN SCHOOLS ALLIANCE 590 MADISON AVENUE, 20TH FLOOR NEW YORK, NY 10022		PC	PROMOTING SUSTAINABILITY, LEADERSHIP AND EDUCATION	2,500.
NASHVILLE SCHOOL OF LAW 4013 ARMORY OAKS DRIVE NASHVILLE, TN 37204		PC	SUPPORT HIGHER EDUCATION	2,500.
Total	SEE CONTINUATION SHEET(S)			3a 1,644,900.
b Approved for future payment				
NONE				
Total				3b 0.



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

- | 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? | Yes No | |
|---|--|--------|---|
| | | | |
| 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. | | |

[illegible]

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

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	 Signature of officer or trustee		11.14.17 Date		PRESIDENT Title		
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check <input type="checkbox"/> if self-employed PTIN	
	HAROLD G. CORBIN				11/13/17	P00283840	
	Firm's name ▶ CORBIN & ASSOCIATES, PLLC					Firm's EIN ▶ 26-3614022	
	Firm's address ▶ P. O. BOX 1574 MADISON, MS 39130-1574					Phone no. 601-605-8707	

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SANKATY CREDIT OPPORTUNITIES	P		
b	PROSPECT HARBOR	P		
c	PASS-THROUGH FROM DMAR INVESTMENTS LP	P		
d	PASS-THROUGH FROM DMAR INVESTMENTS LP	P		
e	PASS-THROUGH FROM DMAR INVESTMENTS LP	P		
f	PASS-THROUGH FROM DMAR INVESTMENTS LP	P		
g	PASS-THROUGH FROM BAIN CAPITAL	P		
h	PASS-THROUGH FROM BAIN CAPITAL	P		
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 23,218.			23,218.
b 1,757.			1,757.
c		869,709.	-869,709.
d		17,387.	-17,387.
e 319,713.			319,713.
f 8,939.			8,939.
g		918.	-918.
h		1,387.	-1,387.
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			23,218.
b			1,757.
c			-869,709.
d			-17,387.
e			319,713.
f			8,939.
g			-918.
h			-1,387.
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	-535,774.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BANKPLUS	551.	551.	
LAMM GROUP	55,043.	55,043.	
PLANTERS BANK AND TRUST	5,207.	5,207.	
TOTAL TO PART I, LINE 3	60,801.	60,801.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
220 KNOLLS LIMITED PARTNERSHIP					
INTEREST INCOME	87.	0.	87.	87.	
BAIN CAPITAL INVESTMENT TRUST					
INTEREST INCOME	88.	0.	88.	88.	
CLEG-MAD LIMITED LP INTEREST INCOME	31.	0.	31.	31.	
DMAR INVESTMENTS LP DIVIDEND INCOME	53,522.	0.	53,522.	53,522.	
DMAR INVESTMENTS LP DIVIDEND INCOME	372.	0.	372.	372.	
DMAR INVESTMENTS LP INTEREST INCOME	6,203.	0.	6,203.	6,203.	
DMAR INVESTMENTS LP INTEREST INCOME	45.	0.	45.	45.	
FIRST COMMERCIAL BANK	8,202.	0.	8,202.	8,202.	
TO PART I, LINE 4	68,550.	0.	68,550.	68,550.	

FORM 990-PF	RENTAL INCOME	STATEMENT	3
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KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
220 KNOLLS LIMITED PARTNERSHIP	4	606,637.
CLEG-MAD LIMITED LP	7	386,606.
BRITISH HIGHLAND WIND LP	10	-93,170.
LONGWOOD TN LP	11	-182,096.
WYNCRESTMS, LLC	14	6,439.
CLARKSVILLE NINE, LP	15	-2,834.
TOTAL TO FORM 990-PF, PART I, LINE 5A		721,582.

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
SOUTH HARPEETH FARMS LLC	-121,512.	-121,512.	
DMAR LIMITED PARTNERSHIP LP	3,588.	3,588.	
ANNUITY INCOME	7,485.	7,485.	
DMAR LIMITED PARTNERSHIP LP	-1,928.	0.	
RNRJR MINERALS, LLC	-12.	0.	
MISCELLANEOUS INCOME	109.	109.	
WYNCRESTMS, LLC	124.	0.	
DMAR LIMITED PARTNERSHIP LP	-63.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-112,209.	-110,330.	

FORM 990-PF	LEGAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GENERAL LEGAL SERVICES	28,140.	0.		28,140.
TO FM 990-PF, PG 1, LN 16A	28,140.	0.		28,140.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAX PREPARATION & PLANNING	42,859.	10,715.		32,144.	
TO FORM 990-PF, PG 1, LN 16B	42,859.	10,715.		32,144.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
401K ADMINISTRATION	1,210.	303.		907.	
CONSULTING & OTHER FEES	946.	237.		709.	
TO FORM 990-PF, PG 1, LN 16C	2,156.	540.		1,616.	

FORM 990-PF	TAXES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	642.	642.		0.	
OTHER TAXES	27.	27.		0.	
TO FORM 990-PF, PG 1, LN 18	669.	669.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
GENERAL OFFICE EXPENSES	17,339.	4,335.		13,004.	
TO FORM 990-PF, PG 1, LN 23	17,339.	4,335.		13,004.	

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	10
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DESCRIPTION	AMOUNT
DMAR INVESTMENTS L.P. - MARKET VALUE DEPRECIATION OF ASSETS	185,820.
TOTAL TO FORM 990-PF, PART III, LINE 5	185,820.

FORM 990-PF	OTHER NOTES AND LOANS RECEIVABLE	STATEMENT	11
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DESCRIPTION	BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
LAMM GROUP	623,723.	0.	623,723.
TOTAL TO FM 990-PF, PART II, LN 7	623,723.	0.	623,723.

FORM 990-PF	CORPORATE STOCK	STATEMENT	12
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIRST COMMERCIAL BANK STOCK	250,000.	267,159.
MADDOX HOCKEY INC	1,000.	1,000.
MARGARET ENERGY INC	1,518,664.	804,292.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,769,664.	1,072,451.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	13
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
220 KNOLLS LIMITED PARTNERSHIP	COST	3,119,662.	22,975,326.
BRITISH HIGHLAND WIND, LP	COST	-5,058,162.	4,845,390.
CLEG-MAD LIMITED LP	COST	1,187,951.	5,346,000.
DMAR INVESTMENTS LP	FMV	8,017,031.	8,017,017.
SOUTH HARPETH FARMS LLC	COST	1,750,095.	6,500,000.
LONGWOOD TN LP	COST	-711,588.	1,661,123.
CLARKSVILLE NINE, LP	COST	-352,086.	571,796.
RNRJR MINERALS LLC	COST	107.	0.
WYNCRESTMS, LLC	COST	530,258.	845,447.
BAIN CAPITAL	COST	-703.	0.

PROSPECT HARBOR CREDIT PARTNERS LP	COST	0.	6,667.
SANKATY CREDIT OPPORTUNITIES	COST	0.	24,930.
TOTAL TO FORM 990-PF, PART II, LINE 13		8,482,565.	50,793,696.

FORM 990-PF	OTHER ASSETS	STATEMENT 14
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
RETIREMENT PLAN ANNUITY	53,035.	44,560.	44,560.
SECURITY & UTILITY DEPOSITS	2,625.	2,625.	2,625.
OTHER ACCRUED RECEIVABLES	6,500.	6,500.	6,500.
TO FORM 990-PF, PART II, LINE 15	62,160.	53,685.	53,685.

FORM 990-PF	MORTGAGES PAYABLE	STATEMENT 15
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DESCRIPTION	BALANCE DUE
PLANTERS BANK - OFFICE HEADQUARTERS	600,752.
TOTAL TO FORM 990-PF, PART II, LINE 21, COLUMN B	600,752.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 16
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DUE TO 401K INVESTMENT	14,128.	14,171.
DUE TO MARGARET ENERGY	12,371.	12,371.
TOTAL TO FORM 990-PF, PART II, LINE 22	26,499.	26,542.

FORM 990-PF

TRANSFERS TO CONTROLLED ENTITIES
PART VII-A, LINE 11

STATEMENT 17

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

MADDOX HOCKEY, INC

04-3703647

ADDRESS

4560 VENTURE DRIVE
SOUTHAVEN, MS 38671

DESCRIPTION OF TRANSFER

GRANT TO PROGRAM-RELATED INVESTMENT

AMOUNT
OF TRANSFER

630,000.

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

220 KNOLLS LIMITED PARTNERSHIP

62-1525140

ADDRESS

180 WEST COMMERCE STREET
HERNANDO, MS 38632

DESCRIPTION OF TRANSFER

PARTNER CONTRIBUTIONS

AMOUNT
OF TRANSFER

569,250.

TOTAL AMOUNT OF TRANSFERS TO CONTROLLED ENTITIES

1,199,250.

FORM 990-PF

TRANSFERS FROM CONTROLLED ENTITIES
PART VII-A, LINE 11

STATEMENT 18

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

CLEG-MAD LIMITED, L.P.

62-1508487

ADDRESS

180 WEST COMMERCE STREET
HERNANDO, MS 38632

DESCRIPTION OF TRANSFER

PARTNER DISTRIBUTIONS

AMOUNT
OF TRANSFER

415,445.

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

220 KNOLLS LIMITED PARTNERSHIP

62-1525140

ADDRESS

180 WEST COMMERCE STREET
HERNANDO, MS 38632

DESCRIPTION OF TRANSFER

PARTNER DISTRIBUTIONS

AMOUNT
OF TRANSFER

524,113.

TOTAL AMOUNT OF TRANSFERS FROM CONTROLLED ENTITIES

939,558.

FORM 990-PF

LIST OF CONTROLLED ENTITIES
PART VII-A, LINE 11

STATEMENT 19

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

MADDOX HOCKEY, INC

04-3703647

ADDRESS

EXCESS BUSINESS HOLDING [] YES [X] NO

4560 VENTURE DRIVE
SOUTHAVEN, MS 38671

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

CLEG-MAD LIMITED, L.P.

62-1508487

ADDRESS

EXCESS BUSINESS HOLDING [] YES [X] NO

180 WEST COMMERCE STREET
HERNANDO, MS 38632

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

220 KNOLLS LIMITED PARTNERSHIP

62-1525140

ADDRESS

EXCESS BUSINESS HOLDING [] YES [X] NO

180 WEST COMMERCE STREET
HERNANDO, MS 38632

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

MARGARET ENERGY, INC.

62-1077181

ADDRESS

EXCESS BUSINESS HOLDING [] YES [X] NO

180 WEST COMMERCE STREET
HERNANDO, MS 38632

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

WYNCRESTMS, LLC

90-0913849

ADDRESS

EXCESS BUSINESS HOLDING [] YES [X] NO

180 WEST COMMERCE STREET
HERNANDO, MS 38632

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

220 KNOLLS LIMITED PARTNERSHIP

62-1525140

ADDRESS

EXCESS BUSINESS HOLDING [] YES [X] NO

180 WEST COMMERCE STREET
HERNANDO, MS 38632

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 20

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROBIN G. HURDLE 180 WEST COMMERCE STREET HERNANDO, MS 38632	PRESIDENT 40.00	418,188.	25,950.	0.
PAUL T. MORRIS 180 WEST COMMERCE STREET HERNANDO, MS 38632	SECRETARY 40.00	105,989.	12,415.	0.
DEBORAH F. TAYLOR 180 WEST COMMERCE STREET HERNANDO, MS 38632	ACCTING MGR 40.00	51,303.	7,411.	0.
LANIER HURDLE 180 WEST COMMERCE STREET HERNANDO, MS 38632	BOARD MEMBER 5.00	4,500.	0.	0.
KAREN S. CARTER 180 WEST COMMERCE STREET HERNANDO, MS 38632	BOARD MEMBER 5.00	4,500.	0.	0.

CAROL AYERS
180 WEST COMMERCE STREET
HERNANDO, MS 38632

BOARD MEMBER
5.00

4,500.

0.

0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

588,980.

45,776.

0.

MADDOX FOUNDATION
EIN 64-0917900
2016 FORM 990-PF

STATEMENT 21

PART IX-A SUMMARY OF DIRECT CHARITABLE ACTIVITIES

Foundation staff participate in community outreach and engagement to support area non-profits through giving of their time, talent, and/or treasure.

Through the Foundation's work, the legacy of Dan and Margaret Maddox thrives. The Maddoxes knew that donating dollars was only a small part of charitable work - in order to maximize the return, you must be giving of your resources, time, and talent as well. *Our goals are to increase the effectiveness of philanthropy in local communities and to help local non-profits more effectively and efficiently achieve their charitable missions.*

We achieve these goals through:

- Promoting effective and innovative charitable initiatives and ideas,
- Creating multiple impacts for every charitable dollar spent, or saved,
- Providing other resources when grant dollars aren't necessarily the solution,
- Identifying, encouraging, and supporting outstanding community and future leaders,
- Developing collaborations where the outcome is much greater than the sum of its parts, and
- Building capacity among grantees, including connecting them to additional resources of time, talent, and treasure.

A significant portion of our work involves providing technical assistance by the Foundation's board and staff, including the convening of interactive community events, outreach, and engagement, to a broad range of charitable organizations and causes, not all of which are grantees of the Foundation. The Foundation combines knowledge-sharing with capacity-building, which supports successive collaborations that serve broader audiences across the region that the Foundation serves.

The Foundation's program of community outreach and engagement actively supports the development of capacity within nonprofit organizations and public agencies located in the region to more effectively develop resources that address community problems, attract volunteers and other public support for their work, and promote their work within their target communities.

The Foundation's staff and board members work directly with nonprofit and governmental agencies across Mississippi, within its own professional networks of grant makers and service providers to nonprofits, and with individuals engaged locally in charitable activities and

services, in order to identify and reach out to underserved populations throughout the state, and to encourage those closest to the problems and issues to actively assist the Foundation in targeting its resources and programs to achieve the best and most effective results.

The Foundation's President, Robin Hurdle, invested her time and talent into many charitable causes over the year to promote, fund-raise, and provide technical assistance.

Noah's Gift 5K Run-Walk-Skate, a fundraiser for the Noah's Gift Fund at the Community Foundation of Northwest Mississippi, benefited from her assistance in fundraising, community involvement in the form of both sponsorships and participants, as well as generating publicity. Mrs. Hurdle spoke to public schools in DeSoto County about the scholarship, how to apply, and how to encourage their students to become actively involved in philanthropy and community service. This scholarship fund allows deserving teenagers to experience unique, once-in-a-lifetime opportunities, while the fundraising event serves to introduce new donors to the Community Foundation and to develop teen leaders and young philanthropists.

Additionally, Mrs. Hurdle has given her technical assistance to youth sports in the area. She has worked with the leaders in the city of Hernando, including the Mayor, Board of Aldermen, and other city officials, in order to improve program services and reduce program costs associated with the Hernando Civic Center. She also worked with the Jr. StreetKings Roller Hockey's league planning, publicity and promotions, and event planning such as learn-to-skate programs for youth. Mrs. Hurdle assisted with clean-ups at the rink, passing out skates and protective equipment to young players, and securing valuable sponsorships for the program.

Mrs. Hurdle also promoted collaboration within the DeSoto County Schools system. She donated her time to assist DeSoto County Schools with a unique year-long fundraiser program. She met with countless principals, assistant principals, teachers, parent-teacher organization representatives, the superintendent of education and the school board many times in order to promote the fundraiser program. Mrs. Hurdle assisted with the Superintendent's Youth Leadership Council by hosting meetings and events for them as well as speaking to them on entrepreneurship and philanthropy. She worked to help them raise 50% of the money required to fund the Leadership Council.

Mrs. Hurdle distributed information to the community-at-large, schools, businesses, as well as city and county officials on the bi-annual Face Off Field Trip game hosted by the Foundation's Program Related Investment, the Mississippi RiverKings. This educational game features a workbook, and video and PA announcements during the game on topics such as geography, math, grammar, history, science, health, and more. Mrs. Hurdle worked on planning the Face Off Field Trip, soliciting donations and sponsorships, and promoting partnerships between local schools, businesses, and city and county officials.

Maddox Foundation's Corporate Secretary, Paul Morris, devoted part of his time and energy to the KAIROS prison ministry. He spent over 300 hours working to develop hope and vision among Mississippi's incarcerated at the Mississippi State Penitentiary (MSP) at Parchman,

Mississippi. KAIROS Prison Ministry International, Inc., is a highly structured Christian ministry. Volunteers engage prisoners in activities in addition to modeling and communicating a positive message of unconditional love, grace, and mercy, as a means to reach out and change the hearts of prisoners in a very basic, meaningful way. The latest statistical results indicate that the recidivism rate drops from 80% to less than 10% after involvement with the KAIROS program for just one year. Due to Mr. Morris' working relationship with the chaplain's staff at Parchman, he was asked to serve as a volunteer chaplain in the lockdown areas of the maximum security unit, including death row. He served as a mentor and assistant to inmate leaders conducting church services in addition to providing individual Christian-based counseling on an as-needed basis to inmates.

Deborah Taylor, Accountant for the Foundation, donated her time and talents to assist with set-up for the Face Off Field Trip as well as directing schools and businesses to their seats on game day. Mrs. Taylor also volunteered at a local middle and high schools' career fairs. She met with numerous students and spoke with them about career options, educational requirements, and what a typical workday might be like in the financial and/or nonprofit sector. Mrs. Taylor also worked on the Noah's Gift committee to secure sponsorships, distribute advertisements across the county, and take minutes during meetings. Mrs. Taylor became a member of the local Lions Club, and while attending meetings and functions, assisted them in raising money for community efforts. Mrs. Taylor, through her membership in Hernando Toastmasters, a division of Toastmasters International, developed a youth leadership project and worked with area youth after school to develop their communication, public speaking, and leadership skills.

Maddox Foundation's Administrative Assistant, Glenda Gurley, donated her time to local schools. She participated in school career fairs, and went on school networking visits with the Mississippi RiverKings to help them promote the educational programs they offer, such as 'RiverKings Read' and 'Sticks are for Kids,' an active program to encourage healthy habits in young people. Ms. Gurley also assisted with the educational Face Off Field Trip hosted by the Mississippi RiverKings. She contacted local schools about attending, reviewed the educational content presented to students, helped with set-up prior to the event, and hosted dignitaries, such as school, city, and county officials, as well as business leaders, at the games. Ms. Gurley assisted the Jr. StreetKings youth roller hockey program by providing administrative assistance and promoting the program through social media and community networks. Additionally, Ms. Gurley also worked with the Community Foundation of Northwest Mississippi to plan and organize the Noah's Gift 5K Run-Walk-Skate, assisting with fundraising, community involvement, and social media advertising.

Maddox Foundation, through its directors and staff, touches lives of the community at large. This human interaction between individuals as we provide time, talent, and treasure, is at the heart of the Foundation's efforts. Our success is tied not only to our efforts, but to the efforts of all the charitable organizations, their staff, and volunteers serving the communities of Northwest Mississippi.

**MADDOX FOUNDATION
EIN 64-0917900
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STATEMENT 22

PART IX-B SUMMARY OF PROGRAM-RELATED INVESTMENTS

The RiverKings lessen the burden of government, provide charitable benefits to the entire region, promote a wide variety of philanthropic initiatives, and increase economic viability.

The Foundation staff works directly with the team's management, coaches and players, season ticket holders, sponsors, and fans to directly support and increase the ability of area nonprofits to raise funds for their programs and operations, to generate public awareness of non-profit programs and community initiatives, and to increase volunteerism in support of such programs and initiatives.

The Foundation's goal is to operate the RiverKings team as a unique charitable asset that provides benefits to the entire Northwest Mississippi community to the maximum extent possible. Each RiverKings game offers numerous ways for area non-profits to raise funds, reach out to volunteers, and generate publicity for their work in the community.

The involvement of the RiverKings in the community also gives the Foundation unique opportunities to create and expand programs in its traditional areas of interest, such as education and services to youth, through the Face Off Field Trip programs and youth hockey leagues.

The Foundation also works with the team to design community support programs that maximize interaction between the team and local charities in ways that help them achieve their charitable missions within the community. The RiverKings work annually with several community organizations addressing the issues and needs facing youth, cancer patients, and abandoned pets. Team members regularly give to local blood drives and visit sick children in area hospitals.

Specific Program Activities and Results During 2016

Since the Maddox Foundation acquired the team in 2002 and began operating it as a Program-Related Investment, hundreds of non-profits have raised hundreds of thousands of dollars in funds, increased their volunteer base, and improved community awareness of their work. Over the past thirteen years, the RiverKings have developed a number of special projects and program activities that promote charitable giving and community causes.

The *MVP (Money-Volunteers-Publicity) Program* was designed by the RiverKings to assist area non-profits and charitable causes with raising funds to support their work, recruiting volunteers to assist in their efforts, and generating publicity about their work that will attract both funds and volunteers.

During games, one non-profit is selected as the "MVP," having that organization's work spotlighted to raise funds and awareness. Each MVP organization is recognized through pre-game and post-game press releases prepared by RiverKings staff and distributed to the RiverKings publicity network. They are also recognized in announcements during the game and featured during the radio broadcast of the game. Non-profits are given the opportunity to place an informational booth in the arena concourse and the ability to conduct a silent auction or raffle during the game. MVP non-profits also have a representative make the ceremonial puck drop before the game.

Sample of 2016 MVPs: Boy Scouts of America - Chickasaw Council, St. Jude Children's Research Hospital, Hernando Youth Football Association, Superintendent's Youth Leadership Council, Autism Resources of the Mid-South, American Foundation for Suicide Prevention

The RiverKings also operates a *Ticket Fundraising Program* that allows non-profits to raise substantial funds to support their work, with no risk and with relatively little investment of resources. Non-profits can receive tickets, sell them for face value, and retain a significant percentage of the ticket price for their organization. In 2016, ticket fundraising grants totaled over \$24,000 given to multiple area non-profits.

Sample of 2016 Ticket Fundraiser Participants: MidSouth Music Institute/CoroRio, White Station High School, Northpoint Christian School, Sacred Heart School, Bailey Station Elementary School, Holy Rosary School, Southaven Middle School, Magnolia Heights School, Memphis Business Academy Middle School, Center Hill Elementary School, Walls Elementary School, Lyon Elementary School, Heidelberg School, DeSoto Central Elementary School, Southaven Intermediate School, Southaven Middle School, Horn Lake High School, Lewisburg Primary School, Stars in Motion, Madonna Learning Center, Methodist University Radiology Department, Mid-South Spay and Neuter, Chiari and Syringomyelia Foundation, Exceptional Foundation of West Tennessee, Community Foundation of Middle Tennessee – Gatlinburg, Pigeon Forge, and Sevierville Emergency Responses Fund

In addition to the *MVP Program* and *Ticket Fundraising Program* the RiverKings regularly donate official team merchandise, some of which is autographed, tickets, vouchers, and other items to local nonprofits for use in their fundraising efforts, such as silent auctions and raffles. In 2016, over \$11,000 of merchandise and tickets were given to 100 area nonprofits.

Face Off Field Trips are regular RiverKings home games which are scheduled to start in the mornings. They are educational field trips geared towards elementary or middle school students. Each *Face Off Field Trip* game draws 6,000-8,000 children from the entire region, including parts of Tennessee and Arkansas. Educational activities are interwoven into the

game's breaks in action and public address announcements, and a workbook distributed to the students gives teachers the opportunity to reinforce lessons when they return to the classroom. The RiverKings subsidize this event by underwriting tickets and other costs of up to \$60,000 per game so that all school children can attend. In 2016, all proceeds from the Face Off Field Trip were donated to DeSoto County Schools' Superintendent's Youth Leadership Council. This council is comprised of one junior and one senior from each public high school in the county. They meet throughout the school year to learn about entrepreneurship, leadership, and giving back to their community.

The RiverKings also schedule *Theme Nights* throughout the year, which are designed to focus on charitable organizations or causes. One example is "Scout Night" which promotes local boy scouts and girl scouts and involves a number of local troops in the MidSouth area.

2016 Theme Nights: Military Night to honor those who have served or are currently serving, Pink in the Rink to promote cancer awareness for women, "Pack the House" night to benefit St. Jude's Children's Research Hospital, Heroes Night to honor police officers, firefighters, and first responders, Teddy Bear Toss to benefit Toys for Tots Marine Corps Toy Drive, and "RiverKings Care" night to support many local nonprofits in fundraising dollars for their organization

RiverKings staff and players are positive role models to young people, and take every opportunity to speak to schools and youth organizations. The *RiverKings Kids' Club* features exclusive meet and greet opportunities for youth with RiverKings players and mascots, participation on the ice in picking up pucks after the nightly Puck Toss in-game activity, locker room tours, and a variety of special events. RiverKings staff and players attended school assemblies; hosted and attended hockey clinics; provided demonstrations of hockey skills and play; distributed hockey equipment to school physical education classes (*Sticks are for Kids* program); and read to young people in classrooms and libraries (*Kings in the Classroom* program).

In 2016, there were over 95 appearances by players and mascots to charitable organizations. RiverKings personnel, players, and mascots make personal appearances at charitable functions and fundraising events, in addition to visits to schools, nursing homes, hospitals, libraries, and other non-profit organizations in order to assist area non-profits with their fundraisers and awareness events.

Economic Impact

One of many charitable objectives of the Foundation's Program-Related Investment in the RiverKings is to support general community and economic development objectives in DeSoto County and surrounding areas. Economic impact studies have shown that the RiverKings franchise generates as much as \$6 million annually in business volume and personal income in DeSoto County, and directly or indirectly provides around 70 full-time jobs for area residents. The presence of a professional sports team in the county is also an asset used by local officials involved in attracting business and industry, residents, and tourists to this region.

Lessening the Burden of Government

An additional charitable objective of the RiverKings Program-Related Investment is to lessen the burden of government (DeSoto County, MS), by ensuring the retention of the team as an anchor tenant for the Landers Center (formerly DeSoto Civic Center). The attraction and retention of a professional hockey team has always been critical to the economic viability of the Center.

The presence of the RiverKings hockey team provides substantial and critical financial support to the Landers Center, allowing the facility to retire its public debt and lessen its dependence on public funds for its operations. Maddox Foundation and RiverKings work with Landers Center officials to improve public awareness of the facility and increase the use of the facility for public and private events.

MADDOX FOUNDATION

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Page 1, Part I, Line 19 and Page 2, Part II, Line 14:

	<u>Cost</u>	<u>Current Year Depreciation</u>	<u>Accumulated Depreciation</u>
Land Improvements	15,408	1,027	10,791
Building & Improvements	955,179	23,540	337,291
Furniture & Equipment	<u>498,331</u>	<u>17,983</u>	<u>471,358</u>
	<u>1,468,918</u>	<u>42,550</u>	<u>819,440</u>

Depreciation is computed using the straight line method.

64-0917900

3 Grants and Contributions Paid During the Year (Continuation)

623631
04-01-16

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - MADDOX HOCKEY, INC.

ASSIST AREA NONPROFITS BY RAISING FUNDS & AWARENESS, AS WELL AS
ENCOURAGING VOLUNTEERISM; PROMOTE YOUTH SPORTS