Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No. 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning 07/01 , 2016, and ending 06/30, 2017

Name of foundation: MARIETTA M & SAMUEL TATE MORGAN JR, TR
BANK OF AMERICA, NA

A Employer identification number: 54-6069447

Number and street (or P O box number if mail is not delivered to street address): PO BOX 40200, FL9-300-01-16
Room/suite:

B Telephone number (see instructions): 877-446-1410

City or town, state or province, country, and ZIP or foreign postal code: JACKSONVILLE, FL 32203-0200

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: [X] 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)* ▶ $ 21,800,573.

J Accounting method: [X] 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 ▶ [X] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	413,572.	407,370.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,409,275.			
	b Gross sales price for all assets on line 6a 12,223,174.				
	7 Capital gain net income (from Part IV, line 2)		1,409,275.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	2,080.	1,565.		STMT 2
	12 **Total** Add lines 1 through 11	1,824,927.	1,818,210.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	157,755.	94,653.		63,102.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	1,250.	750.	NONE	500.
	c Other professional fees (attach schedule) STMT 4	57,729.	4,872.		52,857.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 5	18,536.	11,336.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 6	8,541.	13,184.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	243,811.	124,795.	NONE	116,459.
	25 Contributions, gifts, grants paid	825,747.			825,747.
	26 **Total expenses and disbursements** Add lines 24 and 25	1,069,558.	124,795.	NONE	942,206.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	755,369.			
	b **Net investment income** (if negative, enter -0-)		1,693,415.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	81,338.	279,910.	279,910.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 7	19,241,751.	19,970,339.	21,520,663.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	19,323,089.	20,250,249.	21,800,573.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ [ ] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [X]			
	27	Capital stock, trust principal, or current funds	16,424,403.	16,424,403.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	2,898,686.	3,825,846.	
	30	**Total net assets or fund balances** (see instructions)	19,323,089.	20,250,249.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	19,323,089.	20,250,249.	

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	19,323,089.
2	Enter amount from Part I, line 27a	2	755,369.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	330,511.
4	Add lines 1, 2, and 3	4	20,408,969.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	158,720.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	20,250,249.

54-6069447

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	PUBLICLY TRADED SECURITIES			
b	OTHER GAINS AND LOSSES			
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	10,158,490.		9,122,169.	1,036,321.
b	2,064,164.		1,690,508.	373,656.
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				1,036,321.
b				373,656.
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** 1,409,275.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 . . . . . **3**

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	950,147.	20,046,760.	0.047397
2014	1,150,928.	21,745,748.	0.052927
2013	1,055,157.	21,555,831.	0.048950
2012	949,683.	20,340,205.	0.046690
2011	955,518.	19,459,060.	0.049104

2	**Total** of line 1, column (d)	2	0.245068
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	0.049014
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	20,951,979.
5	Multiply line 4 by line 3.	5	1,026,940.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	16,934.
7	Add lines 5 and 6	7	1,043,874.
8	Enter qualifying distributions from Part XII, line 4	8	942,206.

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	33,868.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .	2	
3	Add lines 1 and 2 . . .	3	33,868.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0- . . .	5	33,868.
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 . . . . 6a 14,780.		
b	Exempt foreign organizations - tax withheld at source . . . 6b NONE		
c	Tax paid with application for extension of time to file (Form 8868) . . . 6c NONE		
d	Backup withholding erroneously withheld . . . 6d		
7	Total credits and payments Add lines 6a through 6d . . .	7	14,780.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] 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	19,088.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** . . . ▶	10	
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ NONE **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ SEE STATEMENT 13 Telephone no. ▶

Located at ▶ ZIP+4 ▶

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

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

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No If "Yes," list the years ▶ , , ,			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ , , ,			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . . ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) . . . . ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here . . . . ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BANK OF AMERICA 1111 E MAIN STREET, RICHMOND, VA 23219	TRUSTEE 1	151,195.	-0-	-0-
ELIZABETH SEAMAN 1111 E MAIN ST, RICHMOND, VA 23219	ADVISOR 20	6,560	-0-	-0-
LINDA BARRETT 1111 E MAIN ST, RICHMOND, VA 23219	ADMINISTRATIVE 20	-0-	-0-	-0-

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

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

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

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		NONE
Total *number of others receiving over $50,000 for professional services* ▶		NONE

Part IX-A **Summary of Direct Charitable Activities**

List the foundation s four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	20,849,792.
b	Average of monthly cash balances	1b	421,253.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	21,271,045.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	21,271,045.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	319,066.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	20,951,979.
6	**Minimum investment return.** Enter 5% of line 5	6	1,047,599.

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	1,047,599.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	33,868.		
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	33,868.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	1,013,731.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	1,013,731.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	1,013,731.

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	942,206.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	942,206.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	942,206.

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				1,013,731.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			793,580.	
b Total for prior years 20 14 ,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2016				
a From 2011 . . . NONE				
b From 2012 . . . NONE				
c From 2013 . . . NONE				
d From 2014 . . . NONE				
e From 2015 . . . NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 942,206.				
a Applied to 2015, but not more than line 2a			793,580.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2016 distributable amount				148,626.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2016 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2015. Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				865,105.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2012 . . . NONE				
b Excess from 2013 . . . NONE				
c Excess from 2014 . . . NONE				
d Excess from 2015 . . . NONE				
e Excess from 2016 . . . NONE				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 14

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines·

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHMENT	N/A	PC	UNRESTRICTED GENERAL SUPPORT	825,747.
Total ▶ **3a**				825,747.
b *Approved for future payment*				
Total ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions.)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	413,572.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	1,409,275.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b EXCISE TAX REFUND			1	2,080.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				1,824,927.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 1,824,927.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Karen J Kiser 10/31/2017 SVP Tax

Signature of officer or trustee Date Title

BANK OF AMERICA, NA

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	3,144.	3,144.
FOREIGN DIVIDENDS	65,120.	65,120.
NONDIVIDEND DISTRIBUTIONS	10,367.	
DOMESTIC DIVIDENDS	180,527.	180,527.
OTHER INTEREST	40,983.	40,983.
FOREIGN INTEREST	1,994.	1,994.
U.S. GOVERNMENT INTEREST(FEDERAL TAXABLE	12,125.	12,125.
NON-TAXABLE FOREIGN INCOME	-4,165.	
NONDISTRIBUTIVE DIVIDENDS	876.	876.
NONDISTRIBUTIVE U.S. GOVERNMENT INTEREST	262.	262.
NONQUALIFIED FOREIGN DIVIDENDS	17,642.	17,642.
NONQUALIFIED DOMESTIC DIVIDENDS	83,995.	83,995.
ACCRUED MARKET DISCOUNT	702.	702.
TOTAL	413,572.	407,370.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EXCISE TAX REFUND		2,080.	
PARTNERSHIP INCOME			1,565.
	TOTALS	2,080.	1,565.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE - BOA	1,250.	750.		500.
TOTALS	1,250.	750.	NONE	500.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
GRANTMAKING FEES - BOA	52,857.		52,857.
INVESTMENT ADVISORY FEES	4,872.	4,872.	
TOTALS	57,729.	4,872.	52,857.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	10,236.	10,236.
EXCISE TAX ESTIMATES	7,200.	
FOREIGN TAXES ON QUALIFIED FOR	862.	862.
FOREIGN TAXES ON NONQUALIFIED	238.	238.
TOTALS	18,536.	11,336.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER ALLOCABLE EXPENSE-PRINCI	4,268.	4,268.
OTHER ALLOCABLE EXPENSE-INCOME	4,268.	4,268.
OTHER INVESTMENT FEE	5.	5.
PARTNERSHIP EXPENSES		4,643.
TOTALS	8,541.	13,184.

MARIETTA M & SAMUEL TATE MORGAN JR, TR 54-6069447

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE SCHEDULE ATTACHED		19,241,751.	19,970,339.	21,520,663.
	TOTALS	19,241,751.	19,970,339.	21,520,663.

MARIETTA M & SAMUEL TATE MORGAN JR, TR 54-6069447

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

DESCRIPTION	AMOUNT
CTF ADJUSTMENT	289,442.
ACCRUED INTEREST PAID PRIOR YEAR	943.
FEE CHARGED IN ERROR-REVERSED NEXT YEAR	1,250.
ACCRUED INTEREST PAID	454.
TAX EFFECTIVE SALES ADJUSTMENT	38,422.
TOTAL	330,511.

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

DESCRIPTION	AMOUNT
COST BASIS ADJUSTMENT	16,633.
ROUNDING ADJUSTMENT	31.
COST ADJUSTMENT ON SALES	510.
ACCRUED INTEREST CARRIED TO NEXT YEAR	1,446.
PARTNERSHIP ADJUSTMENT	76,846.
BASIS ADJUSTMENT OF YEAR END SALES	62,992.
OID ADJUSTMENT	262.
TOTAL	158,720.

MARIETTA M & SAMUEL TATE MORGAN JR, TR 54-6069447

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
OTHER GAINS AND LOSSES					
2550.213 SMALL CAP GROWTH LEADERS CTF	07/15/2016	05/31/2017	68,788.00	64,786.00	4,002.00
7468.376 EMERGING MARKETS STOCK COMMON TRUST FUND	07/15/2016	05/31/2017	393,834.00	349,343.00	44,491.00
1529.022 SMALL CAP VALUE CTF	07/15/2016	05/31/2017	45,268.00	44,903.00	365.00
TOTAL OTHER GAINS AND LOSSES			507,890.00	459,032.00	48,858.00
Totals			507,890.00	459,032.00	48,858.00

JSA
6F0971 1 000

MARIETTA M & SAMUEL TATE MORGAN JR, TR 54-6069447

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
OTHER GAINS AND LOSSES					
8608.929 SMALL CAP GROWTH LEADERS CTF	12/07/2012	05/31/2017	232,212.00	181,181.00	51,031.00
837.524 EMERGING MARKETS STOCK COMMON TRUST FUND	06/13/2014	05/31/2017	44,166.00	38,863.00	5,303.00
2478.937 MID CAP VALUE CTF	12/07/2012	07/15/2016	76,000.00	69,554.00	6,446.00
6260.589 MID CAP VALUE CTF	12/07/2012	05/31/2017	211,000.00	188,315.00	22,685.00
8772.979 SMALL CAP VALUE CTF	12/07/2012	05/31/2017	259,732.00	220,997.00	38,735.00
1781.037 MID CAP GROWTH CTF	06/07/2013	07/15/2016	51,000.00	52,709.00	-1,709.00
6907.297 MID CAP GROWTH CTF	06/07/2013	05/31/2017	223,000.00	219,981.00	3,019.00
4220.353 DIVIDEND INCOME COMMON TRUST FUND	12/14/2012	07/15/2016	234,000.00	194,701.00	39,299.00
5593.497 INTERNATIONAL FOCUSED EQUITY COMMON TRUST FUND	03/07/2014	07/15/2016	62,000.00	65,175.00	-3,175.00
TOTAL OTHER GAINS AND LOSSES			1,393,110.00	1,231,476.00	161,634.00
Totals			1,393,110.00	1,231,476.00	161,634.00

JSA
6F0970 1 000

GAINS AND LOSSES FROM PASS-THRU ENTITIES

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	-46,237.00	
TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)		-46,237.00

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	132,555.00	
PARTNERSHIPS, TRUSTS, S CORPORATIONS	76,846.00	
TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)		209,401.00

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

NAME: BANK OF AMERICA NA

ADDRESS: P.O. BOX 40200, FL9-300-01-16
JACKSONVILLE, FL 32203

TELEPHONE NUMBER: (877)446-1410

RECIPIENT NAME:
ELIZABETH SEAMAN C/O BANK OF AMERICA
ADDRESS:
1111 E MAIN ST., VA2-300-12-99
RICHMOND, VA 23219
RECIPIENT'S PHONE NUMBER: 804-788-2963
FORM, INFORMATION AND MATERIALS:
SEE ATTACHMENT
SUBMISSION DEADLINES:
SEE ATTACHMENT
RESTRICTIONS OR LIMITATIONS ON AWARDS:
SEE ATTACHMENT

FEDERAL FOOTNOTES

THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

MARIETTA M & SAMUEL TATE MORGAN JR TR
54-6069447
Balance Sheet
06/30/2017

Bank of America

Cusip	Asset	Units	Basis	Market Value
	Cash/Cash Equivalent	279909 870	279,909 87	279,909 87
00203H446	AQR LONG-SHORT EQUITY FUND	33504 023	458,000 00	461,685 44
00203H859	AQR MANAGED FUTURES STRATEGY	29162.656	303,000.00	256,631.37
00206RCA8	AT&T INC	25000 000	25,241 07	25,173 00
002824100	ABBOTT LABS	275 000	8,831 37	13,367 75
00404A109	ACADIA HEALTHCARE CO INC	331 000	17,424 45	16,344 78
00507UAR2	ACTAVIS FDG SCS SR UNSECD	25000 000	26,128 33	25,770 50
00724F101	ADOBE SYS INC	220 000	18,398 74	31,116 80
00817YAL2	AETNA INC NEW	12000 000	12,008 47	12,000 24
00817YAS7	AETNA INC NEW	13000 000	13,023 57	13,005 07
009158106	AIR PRODS & CHEMS INC	85 000	12,363 62	12,160 10
015351109	ALEXION PHARMACEUTICALS INC	129 000	22,041 05	15,695 43
02079K107	ALPHABET INC	58 000	17,094 55	52,706 34
023135106	AMAZON COM INC	40.000	7,169.20	38,720 00
026874CX3	AMERICAN INTL GROUP INC	50000 000	51,867.50	51,740.00
029912BD3	AMERICAN TOWER CORP	25000 000	25,586 25	25,342 50
03027X100	AMERICAN TOWER CORP	305 000	23,135 80	40,357.60
03875R205	ARBITRAGE FUND	29166.667	392,000 00	394,041 67
039483102	ARCHER DANIELS MIDLAND CO	174 000	6,290 57	7,200 12
05565QCG1	BP CAP MKTS P L C	50000 000	50,103.42	50,285 50
06406HCE7	BANK NEW YORK INC UNSECD	40000 000	39,984 40	39,972 80
064159JG2	BANK NOVA SCOTIA B C	50000 000	50,105 50	50,312.00
084664BE0	BERKSHIRE HATHAWAY FIN CORP	35000.000	36,856 83	36,147 30
09061G101	BIOMARIN PHARMACEUTICAL INC	156 000	9,709 54	14,167 92
09256H286	BLACKROCK STRATEGIC INCOME	13287 411	129,713 91	131,678 24
125509109	CIGNA CORP	78 000	11,424 96	13,056 42
12630BAW8	COMM 2013-CCRE13 MTG TR	25082 457	25,034 45	25,033 55
126650100	CVS HEALTH CORP	374 000	26,214 56	30,092 04
14042E4L1	CAPITAL ONE NATL ASSN MCLEAN VA	50000 000	49,943 50	49,979 50
14149YBF4	CARDINAL HEALTH INC	25000 000	25,077 38	25,023 25
151020104	CELGENE CORP	295 000	17,552 72	38,311 65
151020AT1	CELGENE CORP	50000 000	50,349 81	50,193 00
172967424	CITIGROUP INC	401 000	19,062 29	26,818 88
172967KE0	CITIGROUP INC	25000 000	25,019 92	25,037 25

MARIETTA M & SAMUEL TATE MORGAN JR TR
54-6069447
Balance Sheet
06/30/2017

Bank of America

Cusip	Asset	Units	Basis	Market Value
17305EEE1	CITIBANK CR CARD ISSUANCE TR	25000 000	25,708 98	25,563 50
20030N101	COMCAST CORP	539 000	9,081 32	20,977 88
20605P101	CONCHO RES INC	96 000	13,050 83	11,666 88
207543877	SMALL CAP GROWTH LEADERS CTF	7173 650	152,343 05	195,527 16
21036PAH1	CONSTELLATION BRANDS INC	25000 000	28,449 97	28,533 25
22160K105	COSTCO WHSL CORP NEW	136 000	14,707 84	21,750 48
222070203	COTY INC	425 000	9,750 08	7,973 00
23355L106	DXC TECHNOLOGY CO	94 000	7,223 24	7,211 68
235851102	DANAHER CORP DEL	145 000	5,937 57	12,236 55
260543CH4	DOW CHEM CO	25000 000	25,519 25	25,481 75
26441C204	DUKE ENERGY CORP	85 000	7,102.87	7,105 15
26875P101	EOG RES INC	146 000	12,577 14	13,215 92
28370TAE9	EL PASO PIPELINE PARTNERS OPER	25000 000	27,011 70	26,850 25
29099J109	EMERGING MARKETS STOCK	25870 884	1,150,122 82	1,381,823 42
29379VBG7	ENTERPRISE PRODS OPER LLC	25000 000	24,977.25	24,979 00
294429105	EQUIFAX INC	26 000	3,110.35	3,572 92
29444U700	EQUINIX INC	62 000	11,739 85	26,607 92
302993993	MID CAP VALUE CTF	7354 388	225,773 55	249,813 85
30303M102	FACEBOOK INC	296 000	21,754 82	44,690 08
303995997	SMALL CAP VALUE CTF	6321 178	161,965 44	195,573 45
311900104	FASTENAL CO	360 000	17,318 55	15,670 80
3128MCXR1	FEDERAL HOME LN MTG CORP	67461 676	71,888 70	70,814 52
3128P7QT3	FEDERAL HOME LN MTG CORP	61315 233	67,159 34	65,791 24
3132GD6Q0	FEDERAL HOME LN MTG CORP	49769 872	54,886 84	54,861 83
3135G0ZE6	FEDERAL NATL MTG ASSN	60000 000	60,252 86	60,394 20
3137EADG1	FEDERAL HOME LN MTG CORP	85000 000	85,862 24	85,572 90
3138ENTN9	FEDERAL NATL MTG ASSN	50260 258	52,792 90	52,701 40
31403DPW3	FEDERAL NATL MTG ASSN	35747 672	37,160 80	36,607 05
31620M106	FIDELITY NATL INFORMATION SVCS	176 000	8,272 54	15,030 40
323991307	MID CAP GROWTH CTF	7785 670	249,575 62	251,761 32
337738108	FISERV INC	79 000	8,284 99	9,664 86
34530VAE9	FORD CR AUTO OWNER TR 2015-B	25000 000	24,991 21	24,980 75
34531GAD3	FORD CR AUTO LEASE TR 2017-A	25000 000	25,081 05	25,027 00
360873111	GOTHAM NEUTRAL FUND INSTL CL	25739 645	261,000 00	261,000 00

MARIETTA M & SAMUEL TATE MORGAN JR TR
54-6069447
Balance Sheet
06/30/2017

Bank of America

Cusip	Asset	Units	Basis	Market Value
36962G4J0	GENERAL ELEC CAP CORP	35000 000	34,901 30	38,123 75
37045XBJ4	GENERAL MTRS FINL CO INC	25000 000	25,076 19	25,067 00
38141G104	GOLDMAN SACHS GROUP INC	107 000	10,210 92	23,743 30
38141GVU5	GOLDMAN SACHS GROUP INC	50000 000	50,906 41	50,099 00
40428HPV8	HSBC USA INC NEW	50000 000	50,351 80	50,817 50
437076AZ5	HOME DEPOT INC	30000 000	29,587 80	30,437 10
438516106	HONEYWELL INTL INC	110 000	5,924 68	14,661 90
44890UAD6	HYUNDAI AUTO RECEIVABLES TR	25000 000	25,000 98	25,001 50
452308109	ILLINOIS TOOL WKS INC	54 000	4,486 88	7,735 50
452327109	ILLUMINA INC	56 000	7,752 65	9,717 12
45399C107	DIVIDEND INCOME COMMON TRUST	12756 993	704,881 14	773,982 07
464287507	ISHARES CORE S&P MID CAP ETF	5147 000	747,785.40	895,320.65
464287614	ISHARES RUSSELL 1000 GROWTH ETF	6643 000	599,241 12	790,649 86
464287655	ISHARES RUSSELL 2000 ETF	10029 000	1,300,808 04	1,413,286.68
46625H100	J P MORGAN CHASE & CO	410 000	13,658 38	37,474 00
46625HKA7	JPMORGAN CHASE & CO	35000 000	34,766 90	35,108 50
478160104	JOHNSON & JOHNSON	194 000	12,599 27	25,664 26
50188FAE5	LG&E & KU ENERGY LLC	25000.000	26,390.47	26,574 75
524686672	LEGG MASON BW ABSOLUTE RETURN	21410 993	261,000 00	265,710 42
57636Q104	MASTERCARD INC	139 000	14,986 76	16,881 55
58155Q103	MCKESSON CORP	72 000	12,358 03	11,846 88
589509108	THE MERGER FD	24652 013	384,000 00	394,185 69
59156R108	METLIFE INC	302.000	10,051 73	16,591.88
61174X109	MONSTER BEVERAGE CORP	370 000	16,835 96	18,381 60
631103108	NASDAQ INC	132 000	4,885 68	9,436.68
641069406	NESTLE S A	212 000	12,234 37	18,473 68
64128R608	NEUBERGER BERMAN LONG SHORT	33140 376	458,000 00	462,639.65
666807102	NORTHROP GRUMMAN CORP	73 000	11,077 55	18,739 83
674599105	OCCIDENTAL PETE CORP DEL	108 000	3,656 18	6,465 96
68389XAP0	ORACLE CORP	40000 000	37,465 60	40,215.60
693390841	PIMCO HIGH YIELD FD	24462 651	213,319 18	220,163 86
693475105	PNC FINL SVCS GROUP INC	156 000	13,674.92	19,479 72
693476BF9	PNC FDG CORP	30000 000	29,883 30	32,618.10
693506107	PPG INDS INC	199 000	20,833 78	21,882 04

MARIETTA M & SAMUEL TATE MORGAN JR TR
54-6069447
Balance Sheet
06/30/2017

Bank of America

Cusip	Asset	Units	Basis	Market Value
69371RM86	PACCAR FINL CORP	27000 000	27,249 08	26,952 75
69371RN36	PACCAR FINL CORP	23000 000	23,008 08	22,659 37
70450Y103	PAYPAL HOLDINGS INC	428 000	16,504 09	22,970 76
713448108	PEPSICO INC	105.000	11,735 05	12,126 45
713448CK2	PEPSICO INC	35000.000	35,203 74	35,339 50
717081103	PFIZER INC	582 000	12,392 48	19,549 38
718172109	PHILIP MORRIS INTL INC	315 000	26,677 81	36,996 75
73935S105	POWERSHARES DB COMMODITY	44111 000	990,930 31	637,403 95
741503403	PRICELINE GROUP INC	17 000	3,699 33	31,798 84
74253Q747	PRINCIPAL MIDCAP BLEND FUND	14988 198	381,000 00	380,400 47
759187BL0	REGIONS BK BIRMINGHAM ALA	25000 000	25,115 00	25,101 50
78409V104	S&P GLOBAL INC	43 000	5,638 57	6,277 57
79466L302	SALESFORCE COM INC	443 000	11,726 89	38,363 80
806857108	SCHLUMBERGER LTD	250 000	19,723 73	16,460 00
808513105	SCHWAB CHARLES CORP NEW	525 000	9,242 57	22,554 00
81762P102	SERVICENOW INC	241 000	12,095 87	25,546 00
82481LAB5	SHIRE ACQUISITIONS INVTS IRELAND	25000 000	24,308 75	24,708 50
828807CQ8	SIMON PPTY GROUP L P	50000 000	50,365 00	50,315 50
848637104	SPLUNK INC	354 000	15,871 48	20,139 06
855244109	STARBUCKS CORP	464 000	13,228 09	27,055 84
857477103	STATE STR CORP	138 000	10,758 31	12,382 74
867914BF9	SUNTRUST BKS INC	50000 000	50,506 21	50,298 50
87165LAK7	SYNCHRONY CR CARD MASTER NT TR	25000 000	25,008 79	25,004 25
882508104	TEXAS INSTRS INC	205 000	8,716 23	15,770 65
883556102	THERMO FISHER SCIENTIFIC CORP	60 000	2,401.72	10,468 20
88579Y101	3M CO	80 000	8,778 41	16,655 20
887317303	TIME WARNER INC	81 000	5,575 18	8,133 21
89400J107	TRANSUNION	191 000	7,390 29	8,272 21
89417E109	TRAVELERS COS INC	125 000	7,503 62	15,816 25
902973304	US BANCORP DEL	434 000	18,221 81	22,533 28
907818108	UNION PAC CORP	164 000	14,460 14	17,861 24
911312AQ9	UNITED PARCEL SVC INC	35000 000	34,482 00	35,355 25
91159HHC7	U S BANCORP	40000 000	40,365 88	41,053 60
912810EW4	UNITED STATES TREAS BD	60000 000	64,155 77	77,787 00

MARIETTA M & SAMUEL TATE MORGAN JR TR
54-6069447
Balance Sheet
06/30/2017

Bank of America

Cusip	Asset	Units	Basis	Market Value
912828F62	UNITED STATES TREAS NT	25000 000	25,040.27	25,033 25
912828H86	UNITED STATES TREAS NT	125000 000	122,462 89	123,105.00
912828L99	UNITED STATES TREAS NT	105000 000	103,330 66	104,139 00
912828ND8	UNITED STATES TREAS NT	15000 000	15,708 79	15,824 40
912828Q78	UNITED STATES TREAS NT	75000 000	75,436.88	74,042 25
912828U73	UNITED STATES TREAS NT	175000 000	174,506 84	174,630.75
912828W63	UNITED STATES TREAS NTS	75000 000	75,231 45	75,237 00
913017109	UNITED TECHNOLOGIES CORP	66 000	8,073 45	8,059 26
91324PCU4	UNITEDHEALTH GROUP INC	50000 000	50,854 49	49,875 50
921943858	VANGUARD FTSE DEVELOPED	39915 000	1,500,349 57	1,649,287 80
922042858	VANGUARD FTSE EMERGING MKTS	19907 000	810,911 65	812,802 81
922908363	VANGUARD S&P 500 ETF	13770 000	3,048,032 19	3,057,766 20
92826C839	VISA INC	451 000	9,535 59	42,294 78
92826CAB8	VISA INC	50000 000	50,736 34	50,418 00
92930RBD3	WFRBS COML MTG TR 2012-C9	50000 000	50,652 34	50,508 00
92936QAG3	WFRBS COML MTG TR 2012-C6	25000 000	26,117 19	25,991 25
94106B101	WASTE CONNECTIONS INC	136 500	8,795 89	8,793 33
949746101	WELLS FARGO & CO	370 000	12,467 82	20,501 70
94974BFC9	WELLS FARGO & CO NEW	35000 000	35,120 19	36,360 10
95000KAY1	WELLS FARGO COML MTG TR 2016-	44283 540	44,282 50	43,775 16
961214BZ5	WESTPAC BKG CORP	50000 000	50,112 83	50,027 50
98389B100	XCEL ENERGY INC	301 000	11,710 43	13,809 88
98978V103	ZOETIS INC	152 000	9,505 93	9,481 76
99Z466197	INTERNATIONAL FOCUSED EQUITY	131435 079	1,345,889 71	1,663,034 91
G0177J108	ALLERGAN PLC	72 000	18,520 67	17,502 48
G02602103	AMDOCS LTD	53 000	3,149 51	3,416 38
G0408V102	AON PLC	105 000	11,466 88	13,959 75
G1151C101	ACCENTURE PLC	213 000	12,876 36	26,343 84
G27823106	DELPHI AUTOMOTIVE PLC	147 000	5,414 40	12,884 55
G29183103	EATON CORP PLC	172 000	10,459 23	13,386 76
G51502105	JOHNSON CONTROLS INTL PLC	442 000	19,712 76	19,165 12
G5960L103	MEDTRONIC PLC	313 000	23,574 66	27,778 75
H1467J104	CHUBB LTD	371 000	29,471 64	53,935 98
		Totals	20,250,248 81	21,800,572 59

MARIETTA M & SAMUEL TATE MORGAN JR, TR
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PART XV

Name	Address	Amount
BON SECOURS MARYVIEW	150 KINGSLEY LANE #55012 NORFOLK, VA 23505	25,000 00
JEFFERSON CENTER FOUNDATION	541 LUCK AVE SW STE 221 ROANOAKE, VA 24016	30,000 00
LOUISA COUNTY RESOURCE CENTER	P O BOX 52 LOUISA, VA 23093	35,000 00
THE 116TH INFANTRY REGIMENT	P O BOX 116 STAUNTON, VA 24402	10,000 00
VIRGINIA SUPPORTIVE HOUSING	P O BOX 8585 RICHMOND, VA 23230	20,000 00
THOMAS JEFFERSON FOUNDATION	P O BOX 316 CHARLOTTESVILLE, VA 22902	27,000 00
VIRGINIA WAR MEMORIAL EDUCATIONAL FDN	621 SOUTH BELVIDERE ST RICHMOND, VA 23220	25,000 00
HISTORIC ST LUKE'S CHURCH	14477 BENN'S CHURCH BLVD SMITHFIELD, VA 23430	20,000 00
SOUTHSIDE VA COMMUNITY COLLEGE FDN	RT 1 BOX 60 ALBERTA, VA 23821	20,000 00
JUNIOR ACHIEVEMENT OF CENTRAL VA	7217 W BROAD ST RICHMOND, VA 23294	35,000 00
BARTER FOUNDATION	P.O BOX 867 ABINGDON, VA 24212	25,000 00
VERSABILITY RESOURCES	2520 58TH STREET HAMPTON, VA 23661	15,000 00
RICHMOND PUBLIC LIBRARY FDN	101 EAST FRANKLIN ST RICHMOND, VA 23219	20,000 00
THE ARC OF LOUNDON	1508 BEDFORD AVE LYNCHBURG, VA 24504	35,000 00
FRIENDS OF HOLLYWOOD CEMETERY	412 SOUTH CHERRY ST RICHMOND, VA 23220	50,000 00

MARIETTA M & SAMUEL TATE MORGAN JR, TR
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PART XV
(continued)

FREDRICKSBURG AREA MUSEUM	P O BOX 922 FREDRICKSBURG, VA 22404	$	15,000 00
VCU FOUNDATION	VCU - SCHOOL OF THE ARTS RICHMOND, VA 23284-3075		15,000 00
J SARGEANT REYNOLDS COMMUNITY	P O BOX 26924 RICHMOND, VA 23261		50,000 00
WILLIAMSBURG CONTEMPORARY ART	P O BOX 388 WILLIAMSBURG, VA 23187		14,300 00
VIRGINIA AQUARIUM & MARINE SCIENCE CT	717 GENERAL BOOTH BLVD VIRGINIA BEACH, VA 23451		20,000 00
FOUNDATION FOR REHABILITATION EQUIPMENT	P O BOX 8873 ROANOKE, VA 24014		25,000 00
LUTHERAN FAMILY SERVICES OF VA	2609 MCVITTY RD ROANOKE, VA 24018		35,000 00
BETHANY HOUSE OF NORTHERN VA	6601 LITTLE RIVER TURNPIKE #110 ALEXANDRIA, VA 22312		40,000 00
SWEET BRIAR COLLEGE	134 CHAPEL RD SWEET BRIAR, VA 24595		50,000 00
GOVENOR'S SCHOOL FOR THE ARTS FDN	254 GRANBY ST NORFOLK, VA 23510		40,000 00
FREE CLINIC GOOCHLAND, INC	P O BOX 116 GOOCHLAND, VA 23063		35,000 00
YMCA OF PULASKI COUNTY	615 OAKHURST AVE PULASKI, VA 24301		15,000.00
NORTHSTAR ACADEMY, INC	8055 SHRADER RD RICHMOND, VA 23294		30,000 00
NORTHERN VA THERAPEUTIC RIDING	6429 CLIFTON RD CLIFTON, VA 20124		33,000 00
UNITED COMMUNITY MINISTRIES, INC	7511 FORDSON ROAD ALEXANDRIA, VA 22306		16,447 00
		$	825,747 00

MARIETTA M & SAMUEL TATE
MORGAN JR TR
54-6069447

FORM 990-PF, PART XV,
LINES 2a-2d

CRITERIA FOR GRANTS

Grants are made to non-profit organizations which qualify under IRS regulations and which are operated for religious, charitable, artistic, scientific, literary, or educational purposes, so long as attempts to influence legislation or support candidates for public office do not form a substantial part of their activities.

Seay Foundation funds may be granted for general use for philanthropic purposes. Morgan Foundation funds may be used only for capital expenditures, and under the terms of the Morgan will, preference is given to uses which "will promote the cause of the Church, fostering Christian education and Christian higher education and bring relief from pain and suffering to those less fortunate members of the community."

Grants may not be made to individuals, and normally grants are made only to organizations in the Commonwealth of Virginia. As a rule, contributions are not made to periodic campaigns for funds by national or community organizations. Requests for endowment funds generally are not considered. The foundations cannot make loans, and applications for debt reduction are discouraged.

Matching or challenge grants are strongly encouraged. Grants usually are not paid until the grantee has sufficient funds in hand, borrowed, or pledged to complete the project.

While the awarding of a grant does not preclude later grants to the same organization, the Allocations Committee prefers to avoid commitment for continuing support by awarding an additional grant no sooner than two years after payment of the previous grant.

Proposals are evaluated on the basis of clearly stated objectives and a reasonable, well-developed plan for achieving them, feasibility, demonstrated need for the project, and appropriateness to the purposes of the foundation from which the grant is requested.

PROCEDURE FOR APPLYING

The foundations do not use grant application forms. The applicant should submit a proposal to the appropriate foundation which includes all of the following:

1. A concise description of the project including specific purposes for which the requested grant is to be used, its need, and the anticipated results.
2. A detailed budget for the project, including total cost, the specific amount requested and, in the case of a matching grant, the desired matching ratio.
3. A schedule for the project, the amount raised to date, plans for procuring the remainder, other funding sources, and provision for contingencies and on-going support.
4. A description of the organization including its general purpose, past accomplishments, and plans for the future.
5. A current balance sheet and operating statement showing the major sources from which the organization derives support and endowments, if any.
6. Qualifications of project personnel and a statement from the chief administrator of the organization indicating approval of the grant request and assurance that the grant will be spent within one year of its receipt.
7. Copies of IRS forms certifying that the organization:
   A. is exempt from federal income tax payment under Section 501(c)(3) and
   B. is not classified as a private foundation as defined in Section 509(a) of the Internal Revenue Code.

   (In cases where IRS forms are on file with the foundation, a letter stating that the organization's status is unchanged is required.)
8. Names and affiliations of the organization's trustees, directors, or advisors.

REVIEW OF APPLICATIONS

Applications may be submitted at any time. They are reviewed initially by the consultant to the foundations. Meetings for the evaluation of proposals and allocation of funds by the Trust Committee are scheduled for the third Tuesdays of June and December each year. For a proposal to be considered at the June meeting, complete information must be submitted by May 1; the deadline for applications for the December meeting is November 1. Each applicant will be notified of the Committee's decision on its proposal after the meeting at which it is considered.

Recipients of grants are expected to report to the foundation which made the allocation no later than one year after payment of the grant indicating how the funds were used and evaluating the project.

Proposals and correspondence concerning grants from The Seay Foundation and The Morgan Foundation should be addressed to:

Mrs. Elizabeth D. Seaman, Consultant

C/O BANK OF AMERICA
1111 EAST MAIN STREET
RICHMOND, VA 23219

804-788-2963